

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Gooroo Ventures Limited
ABN	96 613 924 744

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Narendra Kotti
Date of last notice	30 January 2020

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Finnavate Inc (which holds the legal and beneficial interest)
Date of change	27 February 2020
No. of securities held prior to change	5,905,326 convertible notes
Class	Ordinary shares
Number acquired	26,613,887 ordinary shares
Number disposed	5,905,326 convertible notes
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$896,652
No. of securities held after change	26,613,887 ordinary shares

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Conversion of convertible notes into 10,360,211 ordinary shares and the issue of 16,253,676 ordinary shares pursuant to a subscription agreement
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Employment Agreement
Nature of interest	Direct
Name of registered holder (if issued securities)	Narendra Kotti
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	Fully paid ordinary shares, and up to \$199,000 of shares per annum which are to issued monthly at an issue price equal to the volume weighted average price of the Company's shares on ASX during the previous month (subject to shareholder approval and compliance with the Corporations Act).
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	Fully paid ordinary shares, and up to \$199,000 of shares per annum which are to issued monthly at an issue price equal to the volume weighted average price of the Company's shares on ASX during the previous month (subject to shareholder approval and compliance with the Corporations Act).

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	
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Appendix 3Y
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If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

+ See chapter 19 for defined terms.