

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 PO VALLEY ENERGY LIMITED
ABN 33 087 741 571

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	Dr Byron Pirola
Date of last notice	30 June 2016

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Beronia Investments Pty Ltd is the trustee for Duke Trust. Dr Pirola is a director of Beronia Investments and a beneficiary of Duke Trust. Beronia FS Pty Ltd is the trustee of the Beronia Family Super Fund of which Dr Pirola is a trustee and beneficiary.
Date of change	31 October 2016, 1 & 3 November 2016.
No. of securities held prior to change	Indirect Interest in 43,254,909 ordinary shares held as follows: <ul style="list-style-type: none"> • 31,774,069 held by Beronia Investments Pty Ltd <Duke A/C>; • 11,480,840 held by Beronia FS Pty Ltd
Class	Ordinary shares

+ See chapter 19 for defined terms.

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Number acquired	<ul style="list-style-type: none"> • 12,563,609 ordinary shares issued to Beronia Investments Pty Ltd ATF the Duke Trust • 1,000,000 acquired on market
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.02 per share: <ul style="list-style-type: none"> • 12,563,609 shares (\$251,272) • 1,000,000 shares (\$20,000)
No. of securities held after change	Indirect Interest in 56,818,518 ordinary shares held as follows: <ul style="list-style-type: none"> • 45,337,678 held by Beronia Investments Pty Ltd ATF the Duke Trust; • 11,480,840 held by Beronia FS Pty Ltd ATF the Beronia Family Super Fund
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	<ul style="list-style-type: none"> • 12,563,609 shares issued under Tranche Two of a Placement announced to ASX on 13 September 2016 and approved by shareholders at an EGM held on 24 October 2016 • shares purchased on market for \$0.02 per share.

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	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	

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No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

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?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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