

# 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

<b>Name of entity</b>	<b>pSivida Corp</b>
<b>ABN</b>	<b>130 843 177</b>

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.

<b>Name of Director</b>	Michael Rogers
<b>Date of last notice</b>	3 December 2015

### 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.

<b>Direct or indirect interest</b>	Direct Interest
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	12 December 2016
<b>No. of securities held prior to change</b>	100,000 unlisted US\$1.13 options to purchase common shares expiring 18 November 2018 30,000 unlisted US\$4.01 options to purchase common shares expiring 19 November 2019 30,000 unlisted US\$3.45 options to purchase common shares expiring 22 July 2020 30,000 unlisted US\$5.05 options to purchase common shares expiring 21 July 2021 30,000 unlisted US\$2.14 options to purchase common shares expiring 18 July 2022 30,000 unlisted US\$3.51 options to purchase common shares expiring 23 July 2023 20,000 unlisted US\$4.47 options to purchase common shares expiring 15 July 2024 20,000 unlisted US\$4.09 options to purchase common shares expiring 23 July 2025

+ See chapter 19 for defined terms.

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<b>Class</b>	Unquoted options to purchase common shares
<b>Number acquired</b>	20,000
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Issue of options for nil consideration, exercisable at US\$3.49 expiring 21 July 2026, as approved by shareholders on 12 December 2016
<b>No. of securities held after change</b>	100,000 unlisted US\$1.13 options to purchase common shares expiring 18 November 2018 30,000 unlisted US\$4.01 options to purchase common shares expiring 19 November 2019 30,000 unlisted US\$3.45 options to purchase common shares expiring 22 July 2020 30,000 unlisted US\$5.05 options to purchase common shares expiring 21 July 2021 30,000 unlisted US\$2.14 options to purchase common shares expiring 18 July 2022 30,000 unlisted US\$3.51 options to purchase common shares expiring 23 July 2023 20,000 unlisted US\$4.47 options to purchase common shares expiring 15 July 2024 20,000 unlisted US\$4.09 options to purchase common shares expiring 23 July 2025 20,000 unlisted US\$3.49 options to purchase common shares expiring 21 July 2026
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of unlisted stock options

**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.

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	

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

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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<sup>+</sup> See chapter 19 for defined terms.