



Appendix 3Y – 5 Directors

As announced to ASX on 12 April 2017, the shareholders of Winchester Energy Limited (**Winchester** or **Company**) approved the grant of 9,000,000 options to the directors of the Company. Please find following an Appendix 3Y for each of the 5 directors of Winchester as a result of the approval by shareholders of the grant of those options on 12 April 2017.

—ENDS—

For further information, please contact:

Nicholas Calder
Company Secretary
T: +61 1300 133 921

Date: 3 May 2017

ASX Code: WEL

Directors

Peter Allchurch
Non-Executive Chairman

Neville Henry
Managing Director

James Hodges
Non-Executive Director

John D Kenny
Non-Executive Director

Larry Liu
Non-Executive Director

Nicholas Calder
Company Secretary

Contact Details

Australia
Level 3
18 Richardson Street
West Perth WA 6005
Australia

PO Box 641
West Perth WA 6872
Australia

Tel: +61 1300 133 921
Fax: +61(8) 6298 6191

USA

Two Riverway
17th Floor
Suite 1700
Houston Texas USA 77056

Tel: +1 713 333 0610

winchesterenergytld.com

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	Winchester Energy Limited
ABN	21 168 586 445

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	Neville Henry
Date of last notice	6 October 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.

Direct or indirect interest	Indirect Interest only
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Trend E&P LLC (an entity controlled by Mr Henry)
Date of change	12 April 2017
No. of securities held prior to change Trend E&P LLC (an entity controlled by Mr Henry)	 5,321,787 Fully Paid Ordinary Shares 3,777,759 Unlisted \$0.25 options expiring on 30 April 2019 1,959 Class A Convertible Milestone Notes each with a term ending on 30 April 2019 3,918 Class B Convertible Milestone Notes each with a term ending on 30 April 2019 5,877 Class C Convertible Milestone Notes each with a term ending on 30 April 2019

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Class	Unlisted Options \$0.12 options expiring on 31 January 2022
Number acquired/issued	5,000,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$120,000 (non cash valuation using the Black Scholes option valuation model)
No. of securities held after change Trend E&P LLC (an entity controlled by Mr Henry)	<p>5,321,787 Fully Paid Ordinary Shares</p> <p>5,000,000 Unlisted \$0.12 options expiring on 31 January 2022</p> <p>3,777,759 Unlisted \$0.25 options expiring on 30 April 2019</p> <p>1,959 Class A Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>3,918 Class B Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>5,877 Class C Convertible Milestone Notes each with a term ending on 30 April 2019</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Grant of 5,000,000 Options pursuant to the approval of shareholders at a General Meeting held on 12 April 2017

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	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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?	Not Applicable
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.

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	Winchester Energy Limited
ABN	21 168 586 445

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	John Damian Kenny
Date of last notice	1 October 2014

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 Interest only
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	JDK Nominees Pty Ltd atf the Kenny Capital Trust (John Kenny is a member of the class of potential beneficiaries) Chatsworth Stirling Pty Ltd. John Damian Kenny is the sole director of Chatsworth Stirling Pty Ltd. JDK Nominees Pty Ltd atf the Kenny Capital Trust owns all of the issued capital of Chatsworth Stirling Pty Ltd
Date of change	12 April 2017

+ See chapter 19 for defined terms.

Change of Director's Interest Notice

<p>No. of securities held prior to change</p> <p>JDK Nominees Pty Ltd atf the Kenny Capital Trust. John Kenny is a member of the class of potential beneficiaries</p> <p>Chatsworth Stirling Pty Ltd. John Damian Kenny is the sole director of Chatsworth Stirling Pty Ltd. JDK Nominees Pty Ltd atf the Kenny Capital Trust owns all of the issued capital of Chatsworth Stirling Pty Ltd</p>	<p>9,399,869 Fully Paid Ordinary Shares</p> <p>3,516,828 Unlisted \$0.25 options expiring on 30 April 2019</p> <p>1,666 Class A Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>3,332 Class B Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>4,998 Class C Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>2,319,125 fully paid up ordinary shares</p>
<p>Class</p>	<p>Unlisted Options \$0.12 options expiring on 31 January 2022</p>
<p>Number issued</p>	<p>2,500,000</p>
<p>Number disposed</p>	<p>Nil</p>
<p>Value Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$60,000 (non cash valuation using the Black Scholes option valuation model)</p>

+ See chapter 19 for defined terms.

<p>No. of securities held after change</p> <p>JDK Nominees Pty Ltd atf the Kenny Capital Trust. John Kenny is a member of the class of potential beneficiaries</p> <p>Chatsworth Stirling Pty Ltd. John Damian Kenny is the sole director of Chatsworth Stirling Pty Ltd. JDK Nominees Pty Ltd atf the Kenny Capital Trust owns all of the issued capital of Chatsworth Stirling Pty Ltd</p>	<p>9,399,869 Fully Paid Ordinary Shares</p> <p>2,500,000 Unlisted \$0.12 options expiring on 31 January 2022</p> <p>3,516,828 Unlisted \$0.25 options expiring on 30 April 2019</p> <p>1,666 Class A Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>3,332 Class B Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>4,998 Class C Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>2,319,125 fully paid up ordinary shares</p>
<p>Nature of change</p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Grant of 2,500,000 Options pursuant to the approval of shareholders at a General Meeting held on 12 April 2017</p>

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	
--------------------	--

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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?	Not Applicable
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.

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	Winchester Energy Limited
ABN	21 168 586 445

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	Peter Donald Allchurch
Date of last notice	10 October 2014

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	Direct Interest and Indirect Interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Haifa Pty Ltd is an entity controlled by Peter Allchurch Energetico Pty Ltd is an entity controlled by Peter Allchurch Azuree Pty Ltd is an entity controlled by Peter Allchurch
Date of change	12 April 2017

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held prior to change	
Peter Allchurch (held directly)	<p>2,319,868 Fully Paid Ordinary Shares</p> <p>636,828 Unlisted \$0.25 options expiring on 30 April 2019</p> <p>46 Class A Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>92 Class B Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>138 Class C Convertible Milestone Notes each with a term ending on 30 April 2019</p>
Haifa Pty Ltd (an entity controlled by Peter Allchurch)	1,000,000 Fully Paid Ordinary Shares
Energetico Pty Ltd (an entity controlled by Peter Allchurch)	2,319,125 Fully Paid Ordinary Shares
Azuree Pty Ltd (an entity controlled by Peter Allchurch)	<p>6,640,001 Fully Paid Ordinary Shares</p> <p>3,440,000 Unlisted \$0.25 options expiring on 30 April 2019</p> <p>1,935 Class A Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>3,870 Class B Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>5,805 Class C Convertible Milestone Notes each with a term ending on 30 April 2019</p>
Class	Unlisted Options \$0.12 expiring on 31 January 2022
Number issued	500,000
Number disposed	Nil

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Value Note: If consideration is non-cash, provide details and estimated valuation	\$12,000 (non cash valuation using the Black Scholes option valuation model)
No. of securities held after change	
Peter Allchurch (held directly)	<p>2,319,868 Fully Paid Ordinary Shares</p> <p>500,000 Unlisted Options \$0.12 expiring on 31 January 2022</p> <p>636,828 Unlisted \$0.25 options expiring on 30 April 2019</p> <p>46 Class A Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>92 Class B Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>138 Class C Convertible Milestone Notes each with a term ending on 30 April 2019</p>
Haifa Pty Ltd (an entity controlled by Peter Allchurch)	1,000,000 Fully Paid Ordinary Shares
Energetico Pty Ltd (an entity controlled by Peter Allchurch)	2,319,125 Fully Paid Ordinary Shares

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Azuree Pty Ltd (an entity controlled by Peter Allchurch)	6,640,001 Fully Paid Ordinary Shares 3,440,000 Unlisted \$0.25 options expiring on 30 April 2019 1,935 Class A Convertible Milestone Notes each with a term ending on 30 April 2019 3,870 Class B Convertible Milestone Notes each with a term ending on 30 April 2019 5,805 Class C Convertible Milestone Notes each with a term ending on 30 April 2019
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Grant of 500,000 Options pursuant to the approval of shareholders at a General Meeting held on 12 April 2017

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	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	

+ See chapter 19 for defined terms.

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?	Not Applicable
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.

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	Winchester Energy Limited
ABN	21 168 586 445

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	James Hodges
Date of last notice	3 October 2014

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	Direct Interest only
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	None
Date of change	12 April 2017
No. of securities held prior to change James Hodges (held directly)	 900,000 Fully Paid Ordinary Shares
Class	Unlisted Options \$0.12 options expiring on 31 January 2022
Number issued	500,000
Number disposed	Nil
Value Note: If consideration is non-cash, provide details and estimated valuation	\$12,000 (non cash valuation using the Black Scholes option valuation model)

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

No. of securities held after change James Hodges (held directly)	900,000 Fully Paid Ordinary Shares 500,000 Unlisted \$0.12 options expiring on 31 January 2022
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Grant of 500,000 Options pursuant to the approval of shareholders at a General Meeting held on 12 April 2017

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	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	

+ See chapter 19 for defined terms.

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?	Not Applicable
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.

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	Winchester Energy Limited
ABN	21 168 586 445

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	Larry Liu
Date of last notice	10 December 2014

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	Direct Interest and Indirect Interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Mr Larry Liu is associated with Mr Yang Xiangyang (Mandarin)/Mr Yeung Heung Yeung (Cantonese) and therefore with the following 2 companies: China Leader Group Ltd. Inventive Holdings Limited (formerly called ESPB Investments Inc.)
Date of change	12 April 2017

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<p>No. of securities held prior to change</p> <p>Larry Liu & Lily Ye (joint holding)</p> <p>Mr Larry Liu is associated with Mr Yang Xiangyang (Mandarin)/Mr Yeung Heung Yeung (Cantonese) and therefore with the following 2 companies:</p> <p>China Leader Group Ltd.</p> <p>Inventive Holdings Limited (formerly called ESPB Investments Inc.)</p>	<p>922,149 Fully Paid Ordinary Shares</p> <p>38,333,333 Fully Paid Ordinary Shares</p> <p>16,859,504 Fully Paid Ordinary Shares</p> <p>4,628,099 Unlisted \$0.25 options expiring on 30 April 2019</p> <p>330 Class A Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>660 Class B Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>990 Class C Convertible Milestone Notes each with a term ending on 30 April 2019</p>
<p>Class</p>	<p>Unlisted Options \$0.12 expiring on 31 January 2022</p>
<p>Number issued</p>	<p>500,000</p>
<p>Number disposed</p>	<p>Nil</p>
<p>Value Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$12,000 (non cash valuation using the Black Scholes option valuation model)</p>

+ See chapter 19 for defined terms.

<p>No. of securities held after change</p> <p>Larry Liu & Lily Ye (joint holding)</p> <p>Mr Larry Liu is associated with Mr Yang Xiangyang (Mandarin)/Mr Yeung Heung Yeung (Cantonese) and therefore with the following 2 companies:</p> <p>China Leader Group Ltd.</p> <p>Inventive Holdings Limited (formerly called ESPB Investments Inc.)</p>	<p>922,149 Fully Paid Ordinary Shares</p> <p>500,000 Unlisted Options \$0.12 expiring on 31 January 2022</p> <p>38,333,333 Fully Paid Ordinary Shares</p> <p>16,859,504 Fully Paid Ordinary Shares</p> <p>4,628,099 Unlisted \$0.25 options expiring on 30 April 2019</p> <p>330 Class A Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>660 Class B Convertible Milestone Notes each with a term ending on 30 April 2019</p> <p>990 Class C Convertible Milestone Notes each with a term ending on 30 April 2019</p>
<p>Nature of change</p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Grant of 500,000 Options pursuant to the approval of shareholders at a General Meeting held on 12 April 2017</p>

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)	

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Date of change	
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?	Not Applicable
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.