Rule 3.19A.2

# **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 30/9/2001.

Name of entity Orthocell Limited
ABN 57 118 897 135

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	Matthew Callahan
Date of last notice	12/09/16

#### 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 and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Mr Callahan is a founder and director of Stone Ridge Ventures Pty Ltd which is the manager of the SRV Tech Trust, a venture capital fund. Mr Callahan is considered to have a relevant interest in these shares due to his position as a director or shareholder of the respective trustee companies and holds a beneficial interest in the SRV Trust. The SRV Trust is the carry trust for the SRV Tech Trust
	Mr Callahan is a director of the Trustee and a beneficiary of the Shenasaby trust  Mr Callahan is a director of the Trustee and a member of the Shenasaby Super Fund
Date of change	21/07/2017

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

No. of securities held prior to change	
Mathew Callahan	400,000 Unlisted Options exercisable at \$0.62 on or before 24 November 2017
SRV Custodians Pty Ltd <the srv="" tech="" trust=""></the>	9,530,382 Ordinary Shares
SRV Nominees Pty Ltd <the srv="" trust=""></the>	649,177 Ordinary Shares
Shenasaby Investments Pty Ltd < Shenasaby Super Fund A/C>	25,000 Ordinary Shares
Shenasaby Investments Pty Ltd as trustee for the Shenasaby Trust	1,250,000 Unlisted options exercisable at \$0.50 expiring 3 August 2017
Class	Ordinary Shares
Number acquired	14,500
Number disposed	-
Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	\$5,012.5
No. of securities held after change	
Mathew Callahan	400,000 Unlisted Options exercisable at \$0.62 on or before 24 November 2017
SRV Custodians Pty Ltd <the srv="" tech="" trust=""></the>	9,530,382 Ordinary Shares
SRV Nominees Pty Ltd <the srv="" trust=""></the>	649,177 Ordinary Shares
Shenasaby Investments Pty Ltd < Shenasaby Super Fund A/C>	25,000 Ordinary Shares
Shenasaby Investments Pty Ltd as trustee for the Shenasaby Trust	14,500 Ordinary Shares
Tables is: and changed in the	1,250,000 Unlisted options exercisable at \$0.50 expiring 3 August 2017
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On Market Purchase

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

## 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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
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	N/A
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	N/A

### **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

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