

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	ABILENE OIL AND GAS LIMITED
ABN	41 000 752 849

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	Craig Donald Mathieson
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 and Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Registered holder – Holdrey Pty Ltd as trustee for the Don Mathieson Family Trust. Craig Donald Mathieson is a director and practical controller of Holdrey Pty Ltd.
Date of change	23 December 2014
No. of securities held prior to change	Indirect 12,996,490 Fully paid ordinary shares
Class	(1) Fully paid ordinary shares. (2) Unlisted options exercisable at \$0.08 (8 cents) per option on or before 31 October 2017.
Number acquired	(1) 3,516,667 fully paid ordinary shares (2) 1,600,000 Unlisted options.
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	(1) \$211,000 (2) Nil.
No. of securities held after change	Direct 1,600,000 unlisted options expiring 31 October 2017 Indirect 16,513,157 Fully paid ordinary shares

+ See chapter 19 for defined terms.

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	(1) Participation in capital raising following shareholder approval granted at the Company's 2014 Annual General Meeting of shareholders held on 27 November 2014. (2) Grant of options pursuant to shareholder approval granted at the Company's 2014 Annual General Meeting of shareholders held on 27 November 2014.
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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	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

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Name of entity	ABILENE OIL AND GAS LIMITED
ABN	41 000 752 849

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	Paul Salter
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 and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Registered holder – MAP Capital Pty Ltd as trustee for Richmond Terrace Capital Absolute Return Fund. Paul Salter is a director of MAP Capital Pty Ltd.
Date of change	23 December 2014
No. of securities held prior to change	3,472,222 Fully paid ordinary shares
Class	Unlisted options exercisable at \$0.08 (8 cents) per option on or before 31 October 2017.
Number acquired	1,600,000 Unlisted options
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	Direct 1,600,000 unlisted options expiring 31 October 2017 Indirect 3,472,222 Fully paid ordinary shares

+ See chapter 19 for defined terms.

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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>	Grant of options pursuant to shareholder approval granted at the Company's 2014 Annual General Meeting of shareholders held on 27 November 2014.
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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	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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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

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Introduced 30/9/2001.

Name of entity	ABILENE OIL AND GAS LIMITED
ABN	41 000 752 849

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	Mordechai Benedikt
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 and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Jascot Rise Pty Ltd <Jascot Rise S/F A/C> Mr Benedikt is a beneficiary of the entity.
Date of change	23 December 2014
No. of securities held prior to change	<u>Direct</u> 91,666 Fully paid ordinary shares
Class	(1) Fully paid ordinary shares. (2) Unlisted options exercisable at \$0.08 (8 cents) per option on or before 31 October 2017.
Number acquired	916,667 fully paid ordinary shares
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(1) \$55,000 (2) Nil.
No. of securities held after change	<u>Direct</u> 91,666 Fully paid ordinary shares 1,600,000 unlisted options expiring 31 October 2017. <u>Indirect</u> 916,667 Fully paid ordinary shares

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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>	<p>(1) Participation in capital raising following shareholder approval granted at the Company's 2014 Annual General Meeting of shareholders held on 27 November 2014.</p> <p>(2) Grant of options pursuant to shareholder approval granted at the Company's 2014 Annual General Meeting of shareholders held on 27 November 2014.</p>
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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	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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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

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Introduced 30/9/2001.

Name of entity	ABILENE OIL AND GAS LIMITED
ABN	41 000 752 849

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 Best
Date of last notice	2 December 2013

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.	Longreef Oil and Gas Limited an entity which Mr Best is a Director.
Date of change	23 December 2014
No. of securities held prior to change	Nil
Class	Unlisted options exercisable at \$0.08 (8 cents) per option on or before 31 October 2017.
Number acquired	1,600,000 Unlisted options
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	Indirect 1,600,000 unlisted options expiring 31 October 2017

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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>	Grant of options pursuant to shareholder approval granted at the Company's 2014 Annual General Meeting of shareholders held on 27 November 2014.
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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	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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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

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