

# 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>ORPHEUS ENERGY LIMITED</b>
<b>ABN</b>	<b>67 121 257 412</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>	Wayne Douglas Mitchell
<b>Date of last notice</b>	8 November 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.

<b>Direct or indirect interest</b>	Direct
<b>Date of change</b>	10 November 2014
<b>No. of securities held prior to change</b>	
Direct	5,424,157 Fully Paid Ordinary Shares 4,854,910 options exercisable at \$0.0607 expiring 30 June 2017
<b>Class</b>	Ordinary shares
<b>Number acquired</b>	7,566,666
<b>Number disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$227,000 via the Issue of Fully Paid Ordinary Shares to Orpheus Directors @ \$0.03 per share (Approved by shareholders at the AGM on 7 November 2014 under Resolution 3: Approval of conversion of Director's debt into equity)

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<b>No. of securities held after change</b>	
<b>Direct</b>	12,990,823 Fully Paid Ordinary Shares 4,854,910 options exercisable at \$0.0607 expiring 30 June 2017
<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	Off-market trade

**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>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<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>	N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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

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<b>Name of entity</b>	<b>ORPHEUS ENERGY LIMITED</b>
<b>ABN</b>	<b>67 121 257 412</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>	<b>David Edward Smith</b>
<b>Date of last notice</b>	<b>8 November 2013</b>

### 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>	<b>Indirect</b>
<b>Date of change</b>	10 November 2014
<b>No. of securities held prior to change</b>	
<b>Direct</b>	9,000,009 Fully Paid Ordinary Shares
	2,513,512 options exercisable at \$0.0607 expiring 30 June 2017
<b>Indirect</b>	
Director of Octopi Enterprises Pty Ltd	8,500,006 Fully Paid Ordinary Shares
Director of DAGIDOCH Pty Ltd ATF The Smith Family Superannuation Fund	5,000,000 Fully Paid Ordinary Shares
Gillian Smith (Wife)	8,000 ordinary shares
Dominic Smith (Son)	8,000 ordinary shares
Christian Smith (Son)	8,000 ordinary shares
<b>Class</b>	Ordinary shares

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<b>Number acquired</b>	7,566,666
<b>Number disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$227,000 via the Issue of Fully Paid Ordinary Shares to Orpheus Directors @ \$0.03 per share (Approved by shareholders at the AGM on 7 November 2014 under Resolution 3: Approval of conversion of Director's debt into equity)
<b>No. of securities held after change</b>	
<b>Direct</b>	9,000,009 Fully Paid Ordinary Shares  2,513,512 options exercisable at \$0.0607 expiring 30 June 2017
<b>Indirect</b>	
Director of Octopi Enterprises Pty Ltd	8,500,006 Fully Paid Ordinary Shares
Director of DAGIDOCH Pty Ltd ATF The Smith Family Superannuation Fund	5,000,000 Fully Paid Ordinary Shares
Gillian Smith (Wife)	7,574,666 ordinary shares
Dominic Smith (Son)	8,000 ordinary shares
Christian Smith (Son)	8,000 ordinary shares
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Off-market trade

**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>	

+ See chapter 19 for defined terms.

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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>	N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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<b>Name of entity</b>	<b>ORPHEUS ENERGY LIMITED</b>
<b>ABN</b>	<b>67 121 257 412</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>	<b>Wesley Martin Harder</b>
<b>Date of last notice</b>	<b>8 November 2013</b>

### 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>	<b>Direct</b>
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
<b>Date of change</b>	<b>10 November 2014</b>
<b>No. of securities held prior to change</b>	
<b>Direct</b>	<b>1,701,243 Fully Paid Ordinary Shares</b> <b>1,851,036 options exercisable at \$0.0607 expiring 30 June 2017</b>
<b>Class</b>	<b>Ordinary shares</b>
<b>Number acquired</b>	<b>1,433,334</b>
<b>Number disposed</b>	

+ See chapter 19 for defined terms.

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<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$43,000 via the Issue of Fully Paid Ordinary Shares to Orpheus Directors @ \$0.03 per share (Approved by shareholders at the AGM on 7 November 2014 under Resolution 3: Approval of conversion of Director's debt into equity)
<b>No. of securities held after change</b>  <b>Direct</b>	3,134,577 Fully Paid Ordinary Shares  1,851,036 options exercisable at \$0.0607 expiring 30 June 2017
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Off-market trade

**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>	
<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 – +Closed period**

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<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>	N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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<b>Name of entity</b>	<b>ORPHEUS ENERGY LIMITED</b>
<b>ABN</b>	<b>67 121 257 412</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>	Mike Rhodes
<b>Date of last notice</b>	7 February 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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
<b>Date of change</b>	10 November 2014
<b>No. of securities held prior to change</b>  Direct	70,000 Fully Paid Ordinary Shares
<b>Class</b>	Ordinary shares
<b>Number acquired</b>	1,433,334
<b>Number disposed</b>	

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$43,000 via the Issue of Fully Paid Ordinary Shares to Orpheus Directors @ \$0.03 per share (Approved by shareholders at the AGM on 7 November 2014 under Resolution 3: Approval of conversion of Director's debt into equity)
<b>No. of securities held after change</b>  <b>Direct</b>	1,503,334 Fully Paid Ordinary Shares
<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	<b>Off-market trade</b>

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

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

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<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>	N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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