

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	AWE Limited
ABN	70 077 897 440

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	Bruce Frederick William Clement
Date of last notice	29 September 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
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Bruce F W Clement
Date of change	16 September 2015
No. of securities held prior to change	701,091 Ordinary Shares 331,474 Cash Share Rights vesting 30 June 2015 427,474 Cash Share Rights vesting 30 June 2016 365,552 Cash Share Rights vesting 30 June 2017
Class	Ordinary Shares and Cash Share Rights
Number acquired	102,757 Ordinary Shares
Number disposed	331,474 Cash Share Rights vesting 30 June 2015
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	NIL

+ See chapter 19 for defined terms.

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No. of securities held after change	Refer attached Annexure "A"
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) Issue of 102,757 Ordinary Shares as a result of vesting of 30 June 2015 vesting Cash Share Rights as more detailed in the Company's June 2015 Remuneration Report and as approved by shareholders at the Company's June 2012 Annual General Meeting (2) Cancellation of remaining 228,717 Cash Share Rights vesting on 30 June 2015

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?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A

⁺ See chapter 19 for defined terms.

If prior written clearance was provided, on what date was this provided?	N/A
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ANNEXURE "A"

APPENDIX 3Y

17 September 2015

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Entity

AWE Limited

ABN

70 077 897 440

Director

BRUCE F W CLEMENT

Registered Holder	Nature of Interest	No. of Securities
<u>Ordinary Shares</u>		
Margot C Clement	Spouse	30,000
Bruce F W Clement	Registered Holder	773,848
		<u>803,848</u>

Cash Share Rights

Bruce F W Clement	Registered Holder	427,474 (1)
Bruce F W Clement	Registered Holder	365,552 (2)
Total Cash Share Rights		<u>793,026</u>

- (1) Approved at the 2013 AGM and to be tested for vesting 30 June 2016
(2) Approved at the 2014 AGM and to be tested for vesting 30 June 2017

+ See chapter 19 for defined terms.