

# 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>BENITEC BIOPHARMA LIMITED</b>
<b>ABN</b>	<b>64 068 943 662</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>DR PETER FRENCH</b>
<b>Date of last notice</b>	<b>24 December 2014</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 and indirect</b>
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	<b>Dr Peter French &amp; L French</b> <b>Dr Peter French Superannuation</b>
<b>Date of change</b>	<b>12 November 2015</b>
<b>No. of securities held prior to change</b>	<b>Direct</b> <b>1,200,000 Unlisted Options exercise price \$1.25</b> <b>expiry 17 November 2016</b> <b>1,400,000 Unlisted Options exercise price \$1.25</b> <b>expiry 18 August 2018</b> <b>200,000 ordinary shares</b>  <b>Indirect</b> <b>Dr Peter French &amp; L French</b> <b>37,659 Ordinary shares</b> <b>Dr Peter French Superannuation</b> <b>354,126 Ordinary shares</b>
<b>Class</b>	<b>as above</b>
<b>Number acquired</b>	<b>2,800,000 Unlisted Options</b>
<b>Number disposed</b>	<b>nil</b>

+ See chapter 19 for defined terms.

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	nil
<b>No. of securities held after change</b>	<b>Direct</b> 1,200,000 Unlisted Options exercise price \$1.25 expiry 17 November 2016 1,400,000 Unlisted Options exercise price \$1.25 expiry 18 August 2018 2,800,000 Unlisted Options exercise price \$0.77 expiry 12 November 2020 200,000 ordinary shares  <b>Indirect</b> Dr Peter French & L French 37,659 Ordinary shares Dr Peter French Superannuation 354,126 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	Unlisted options issued as per resolution passed at AGM held on 12 November 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.

<b>Detail of contract</b>	Not applicable
<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>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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