

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	Alice Queen Limited
ABN	71 099 247 408

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	Mark Kerr
Date of last notice	13 November 2015

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 & Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Berkeley Consultants Pty Ltd Mark & Linda Kerr - Trustees of Lindmark Investments Staff Super Fund A company and fund in which Mark Kerr has a beneficial interest.
Date of change	7 October 2016
No. of securities held prior to change	Direct: 10 682,779 Fully Paid Ordinary Shares Indirect: Berkeley Consultants Pty Ltd - 4,273,112 ordinary shares Mark & Linda Kerr - Trustees of Lindmark Investments Staff Super Fund - 5,341,390 ordinary shares
Class	Listed options (AOXO)
Number acquired	10,148,641 Bonus Options in accordance with the Bonus Issue Prospectus dated 20 September 2016. Exercise price \$0.03 (3 cents), expiry date 30 September 2017.
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil consideration (bonus issue of options).

+ See chapter 19 for defined terms.

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No. of securities held after change	<p>Shares and options held Direct: 10 682,779 Fully Paid Ordinary Shares 5,341,390 Listed Options with an exercise price of 3 cents each, exercisable on or before 30 September 2017.</p> <p>Shares and options held Indirect:</p> <ul style="list-style-type: none"> • Berkeley Consultants Pty Ltd <ul style="list-style-type: none"> - 4,273,112 Fully Paid Ordinary Shares - 2,136,556 Listed Options exercise price of 3 cents each, exercisable on or before 30 September 2017. • Mark & Linda Kerr - Trustees of Lindmark Investments Staff Super Fund <ul style="list-style-type: none"> - 5,341,390 Fully Paid Ordinary Shares - 2,670,695 Listed Options exercise price of 3 cents each, exercisable on or before 30 September 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	Listed Options acquired are a result of a bonus issue of options by the Company

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	Not Applicable
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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?	
If prior written clearance was provided, on what date was this provided?	

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