

# 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>Mareterram Limited</b>
<b>ABN</b>	<b>87 009 248 720</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 Lock</b>
<b>Date of last notice</b>	<b>4 January 2016</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>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Mistinikon Pty Ltd AFT The Lock Family Trust (Director and Beneficiary of Family Trust)
<b>Date of change</b>	a) 14 July 2016 b) 18 and 19 July 2016
<b>No. of securities held prior to change</b>	<b>Indirect</b> 750,000 ordinary shares <b>Direct</b> 6,250,000 performance rights (direct)
<b>Class</b>	Ordinary Shares Performance Rights
<b>Number acquired</b>	3,125,000 ordinary shares
<b>Number disposed</b>	1,937,500 ordinary shares
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	a) NIL (vesting of performance rights) b) 35 cents per share (acceptance into the proportional Takeover Bid announced on 8 April 2016)

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	<b>Indirect</b> Mistinikon Pty Ltd ATF The Lock Family Trust 375,000 ordinary shares <b>Direct</b> 1,562,500 ordinary shares 3,125,000 performance rights (vesting in three equal tranches – 30 June 2019, 2020 and 2021 subject to certain conditions)
<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	a) Pursuant to the Proportional Takeover currently on foot and the terms of the Performance Rights, the Board approved the vesting of 50% of the performance rights held. This resulted in 3,125,000 ordinary shares being issued. b) 50% of the ordinary shares held including those allotted as a result of the 50% vesting were accepted into the Proportional Takeover Bid

## 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>	N/A
<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>	

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+ See chapter 19 for defined terms.

**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>	Yes
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	Yes
<b>If prior written clearance was provided, on what date was this provided?</b>	8 April 2016

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	<b>Mareterram Limited</b>
<b>ABN</b>	<b>87 009 248 720</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>James Clement</b>
<b>Date of last notice</b>	<b>24 December 2015</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>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Tombel Holdings Pty Ltd ATF The Clement Superfund (Beneficiary of Superfund) Lonesearch Pty Ltd ATF The Carnac Trust (Beneficiary of Trust)
<b>Date of change</b>	a) 14 July 2016 b) 18 and 19 July 2016 c) 19 July 2016
<b>No. of securities held prior to change</b>	<b>Indirect</b> 250,000 ordinary shares <b>Direct</b> 3,125,000 performance rights
<b>Class</b>	Ordinary Shares Performance Rights
<b>Number acquired</b>	a) 1,562,500 ordinary shares c) 781,250 ordinary shares
<b>Number disposed</b>	b) 906,250 ordinary shares c) 781,250 ordinary shares
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	a) NIL (vesting of performance rights) b) 35 cents cash per share (acceptance into the proportional Takeover Bid announced on 8 April 2016) c) 35 cents per share (off market transfer)

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<b>No. of securities held after change</b>	<b>Indirect</b> Tombel Holdings ATF The Clement Superfund 125,000 ordinary shares Lonesearch Pty Ltd ATF The Carnac Trust 781,250 ordinary shares <b>Direct</b> 1,562,500 performance rights (vesting in three equal tranches – 30 June 2019, 2020 and 2021 subject to certain conditions)
<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	a) Pursuant to the Proportional Takeover currently on foot and the terms of the Performance Rights, the Board approved the vesting of 50% of the performance rights held. This resulted in 1,562,500 ordinary shares being issued. b) 50% of the ordinary shares held including those allotted as a result of the 50% vesting were accepted into the Proportional Takeover Bid c) Off market transfer to Family Trust

## 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>	N/A
<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>	

+ See chapter 19 for defined terms.

**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>	Yes
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	Yes
<b>If prior written clearance was provided, on what date was this provided?</b>	b) 8 April 2016 c) 19 July 2016

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