

# 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>Xref Limited (ASX:XF1)</b> |
| <b>ARBN</b>           | <b>122 404 666</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>    | Nigel Heap                   |
| <b>Date of last notice</b> | 19 August 2016 (Appendix 3X) |

### 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>  | Indirect  |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Oldfield Family Investments Pty Ltd<br><Oldfield Family A/C><br><br>Nigel Heap is a director and shareholder of the trustee, Oldfield Family Investments Pty Ltd, and he is a beneficiary of the Oldfield Family Trust. |
| <b>Date of change</b>   | 9 November 2016   |
| <b>No. of securities held prior to change</b>   | Nil   |
| <b>Class</b>  | Fully paid ordinary shares  |
| <b>Number acquired</b>  | 18,000  |
| <b>Number disposed</b>  | Nil   |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>  | \$8,820 (i.e. \$0.49 per share)   |

+ See chapter 19 for defined terms.

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|   |                    |
|---|--------------------|
| <b>No. of securities held after change</b>  | 18,000             |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | On-market purchase |

### 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<br/>(if issued securities)</b>  |                |
| <b>Date of change</b>  |                |
| <b>No. and class of securities to which interest related prior to change</b><br>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><br>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> | 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 November 2016 |

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