

# 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>PO VALLEY ENERGY LIMITED</b> |
| <b>ABN</b>            | <b>33 087 741 571</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>     | Michael Masterman |
| <b>Date of last notice.</b> | 12 May 2016       |

### 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><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Symall Pty Ltd (The trustee of a superannuation fund of which Michael Masterman is a trustee and beneficiary)  |
| <b>Date of change</b>   | 30 June 2016   |
| <b>No. of securities held prior to change</b>   | Interest in 121,048,806 ordinary shares as follows:<br><b>Direct Interest:</b><br>Direct Interest in 107,864,365 shares held by Michael Masterman<br><b>Indirect Interest:</b><br>Indirect interest in 13,184,441 shares held by Symall Pty Ltd (The trustee of a superannuation fund of which Michael Masterman is a trustee and beneficiary) |
| <b>Class</b>  | Ordinary Shares  |
| <b>Number acquired</b>  | 12,161,367 ordinary shares<br>(Michael Masterman: 1,661,367 shares<br>Symmall Pty Ltd 10,500,000 shares)   |
| <b>Number disposed</b>  | N/A  |

+ See chapter 19 for defined terms.

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|  |   |
|--|---|
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>   | \$0.006 per share for 10,500,000 shares (total \$63,000)<br><br>\$0.015 (1.5c per share) per share for 1,661,367 shares (total \$24,921)  |
| <b>No. of securities held after change</b>   | Interest in 133,210,173 ordinary shares as follows:<br><br><b>Direct Interest:</b><br>109,525,732 ordinary shares held by Michael Masterman<br><br><b>Indirect Interest:</b><br>23,684,441 ordinary shares held by Symmall Pty Ltd (The trustee of a superannuation fund of which Michael Masterman is a trustee and beneficiary) |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | <ul style="list-style-type: none"> <li>• Issue of 1,661,367 ordinary shares to Michael Masterman in lieu of director's fees as approved at the Company AGM on 31 May 2016;</li> <li>• on-marked purchase by Symmall Pty Ltd of 10,500,000 ordinary shares</li> </ul>  |

## 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>   |  |
| <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><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |  |
| <b>Interest acquired</b>  |  |
| <b>Interest disposed</b>  |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>   |  |
| <b>Interest after change</b>  |  |

## 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?   |    |

+ See chapter 19 for defined terms.

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