

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	PO VALLEY ENERGY LIMITED
ABN	33 087 741 571

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	Kevin Bailey
Date of last notice.	3 May 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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	The registered holder is Fuiloro Pty Ltd ATF Bailey Super Trust. Mr Bailey is a director of Fuiloro Pty Ltd and a trustee and beneficiary of the Bailey Super Trust.
Date of change	9 & 10 May 2016
No. of securities held prior to change	Interest in 104,753,469 ordinary shares as follows: Direct Interest: Registered holder of 62,250,000 ordinary shares held on trust for the Bailey Family Trust and Kevin Bailey Charitable Trust Indirect Interest: Indirect interest in 42,503,469 ordinary shares held by Fuiloro Pty Ltd ATF Bailey Super Trust (Mr Bailey is a director of Fuiloro Pty Ltd and a trustee and beneficiary of the Bailey Super Trust).
Class	Ordinary Shares
Number acquired	2,513,535 ordinary shares
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	1,013,535 shares for \$10,564.76 1,500,000 shares for \$21,000.00

+ See chapter 19 for defined terms.

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No. of securities held after change	<p>Interest in 107,267,004 ordinary shares as follows:</p> <p>Direct Interest:</p> <p>Registered holder of 62,250,000 ordinary shares held on trust for the Bailey Family Trust and Kevin Bailey Charitable Trust</p> <p>Indirect Interest:</p> <p>Indirect interest in 45,017,004 ordinary shares held by Fuiloro Pty Ltd ATF Bailey Super Trust (Mr Bailey is a director of Fuiloro Pty Ltd and a trustee and beneficiary of the Bailey Super Trust).</p>
<p>Nature of change</p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Purchase of 1,013,535 shares on-market and purchase of 1,500,000 shares in off-market trade.</p>

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	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
<p>No. and class of securities to which interest related prior to change</p> <p>Note: Details are only required for a contract in relation to which the interest has changed</p>	
Interest acquired	
Interest disposed	
<p>Value/Consideration</p> <p>Note: If consideration is non-cash, provide details and an estimated valuation</p>	
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?	

⁺ See chapter 19 for defined terms.