

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	Dr Byron Pirola
Date of last notice	4 November 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Beronia Investments Pty Ltd is the trustee for Duke Trust. Dr Pirola is a director of Beronia Investments and a beneficiary of Duke Trust. Beronia FS Pty Ltd is the trustee of the Beronia Family Super Fund of which Dr Pirola is a trustee and beneficiary.
Date of change	7 June 2017.
No. of securities held prior to change	Indirect Interest in 56,818,518 ordinary shares held as follows: <ul style="list-style-type: none">45,337,678 held by Beronia Investments Pty Ltd ATF the Duke Trust;11,480,840 held by Beronia FS Pty Ltd ATF the Beronia Family Super Fund
Class	Ordinary shares

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Number acquired	2,675,617 ordinary shares issued to Beronia Investments Pty Ltd ATF the Duke Trust
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.0275 (2.75c) per share for total consideration of \$73,579
No. of securities held after change	Indirect Interest in 59,494,135 ordinary shares held as follows: <ul style="list-style-type: none"> • 48,013,295 held by Beronia Investments Pty Ltd ATF the Duke Trust; • 11,480,840 held by Beronia FS Pty Ltd ATF the Beronia Family Super Fund
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares issued under tranche two of a private placement as announced to ASX on 4 April 2017 and for which shareholder approval was obtained at the Company's AGM on 31 May 2017.

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	
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	

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Appendix 3Y
Change of Director's Interest Notice

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

⁺ See chapter 19 for defined terms.