

## 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 30/9/2001.

|                       |                              |
|-----------------------|------------------------------|
| <b>Name of entity</b> | <b>Rialto Energy Limited</b> |
| <b>ABN</b>            | <b>17 117 227 086</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>    | Gregory Stoupnitzky |
| <b>Date of last notice</b> | 15 August 2013      |

#### **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   |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> |  |
| <b>Date of change</b>   | 7 October 2013   |
| <b>No. of securities held prior to change</b>   | <ul style="list-style-type: none"><li>• 625,001 Options with an exercise price of \$0.40, expiring on 31 December 2015</li><li>• 625,001 Options with an exercise price of \$0.80, expiring on 31 December 2015</li><li>• 333,333 shares</li></ul> |
| <b>Class</b>  | Ordinary   |
| <b>Number acquired</b>  | <ul style="list-style-type: none"><li>• 500,000 shares</li></ul>   |
| <b>Number disposed</b>  | <ul style="list-style-type: none"><li>• 0</li></ul>  |

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+ 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>   | <ul style="list-style-type: none"> <li>• \$10,000</li> </ul>   |
| <b>No. of securities held after change</b>   | <ul style="list-style-type: none"> <li>• 625,001 Options with an exercise price of \$0.40, expiring on 31 December 2015</li> <li>• 625,001 Options with an exercise price of \$0.80, expiring on 31 December 2015</li> <li>• 833,333 shares</li> </ul> |
| <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> | On-market trade  |

## 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>   | N/A |
| <b>Name of registered holder (if issued securities)</b>   | N/A |
| <b>Date of change</b>   | N/A |
| <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> | N/A |
| <b>Interest acquired</b>  | N/A |
| <b>Interest disposed</b>  | N/A |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>   | N/A |
| <b>Interest after change</b>  | N/A |

+ 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> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>  | N/A |
| <b>If prior written clearance was provided, on what date was it provided?</b>   | N/A |

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