

# 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>AO Energy Limited</b>
<b>ABN</b>	<b>84 010 126 708</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>	Colin <b>GOODALL</b>
<b>Date of last notice</b>	26 November 2012

### 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> Note: Provide details of the circumstances giving rise to the relevant interest.	Colin Goodall & Rose Marie Goodall as trustees for the Colin Goodall Super Fund – beneficial interest in trust ( <b>CGSF</b> ).  Rose Marie Goodall – spouse ( <b>RMG</b> ).
<b>Date of change</b>	11 February 2013
<b>No. of securities held prior to change</b>	<b>Direct</b> C1      280,951      (18,823,701      pre-consolidation)  <b>Indirect</b> C1 <b>CGSF</b> - 252,239 (16,900,000 pre-consolidation)  C1 <b>RMG</b> - 522,389 (35,000,000 pre-consolidation)

+ See chapter 19 for defined terms.

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<b>Class</b>	<p>C1 Ordinary fully paid shares</p> <p>C2 Unlisted director options with an exercise price of 22.5 cents and expiry of 11 February 2016.</p> <p>C3 Unlisted director options with an exercise price of 22.5 cents, expiry of 11 February 2016 and Tranche 2 vesting condition as per 2012 EGM.</p> <p>C4 Unlisted director options with an exercise price of 30 cents, expiry of 11 February 2017 and Tranche 3 vesting condition as per 2012 EGM.</p> <p>C5 Unlisted director performance rights with Class A vesting condition as per 2012 EGM.</p> <p>C6 Unlisted director performance rights with Class B vesting condition as per 2012 EGM.</p>
<b>Number acquired</b>	<p><b>Direct</b></p> <p>C2 350,000</p> <p>C3 3,500,000</p> <p>C4 4,200,000</p> <p>C5 625,000</p> <p>C6 625,000</p>
<b>Number disposed</b>	Nil
<p><b>Value/Consideration</b></p> <p>Note: If consideration is non-cash, provide details and estimated valuation</p>	Nil
<b>No. of securities held after change</b>	<p><b>Direct</b></p> <p>C1 280,951</p> <p>C2 350,000</p> <p>C3 3,500,000</p> <p>C4 4,200,000</p> <p>C5 625,000</p> <p>C6 625,000</p> <p><b>Indirect</b></p> <p>C1 252,239 - CGSF</p> <p>C1 522,389 - RMG</p>

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<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Issue pursuant to approval at extraordinary general meeting held on 14 November 2012.
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**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 (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <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> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<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>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	Not applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not applicable

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