

Date: 22 July 2013

Rule 3.19A.2

## 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>	ALTium LIMITED
<b>ABN</b>	93 009 568 772

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>	Carl Rooke
<b>Date of last notice</b>	11 December 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>	<b>DIRECT</b> WHITBY INVESTMENTS PTY LTD WHITBY INVESTMENTS PTY LTD <HORWATH PTY SUPER FUND A/C> <b>INDIRECT</b> MR SAMUEL WEISS & MR CARL ROOKE <ALT EMP SH OPT PLAN A/C>																		
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Mr Rooke in his capacity as a director of Altium Limited acts as a joint trustee for the Altium Employee Share Option Plan Account Trust.																		
<b>Date of change</b>	17th July 2013																		
<b>No. of securities held prior to change</b>	<table> <tr> <td>WHITBY INVESTMENTS PTY LTD</td> <td style="text-align: right;">2,500</td> </tr> <tr> <td>WHITBY INVESTMENTS PTY LTD &lt;HORWATH PTY SUPER FUND A/C&gt;</td> <td style="text-align: right;">14,300</td> </tr> <tr> <td>WHITBY INVESTMENTS PTY LTD &lt;HORWATH PTY SUPER FUND A/C&gt;</td> <td style="text-align: right;">270,965</td> </tr> <tr> <td>WHITBY INVESTMENTS PTY LTD &lt;HORWATH PTY SUPER FUND A/C&gt;</td> <td style="text-align: right;">320,965</td> </tr> <tr> <td>WHITBY INVESTMENTS PTY LTD &lt;HORWATH PTY SUPER FUND A/C&gt;</td> <td style="text-align: right;">50,000</td> </tr> <tr> <td><b>DIRECT SUBTOTAL</b></td> <td style="text-align: right;"><b>675,574</b></td> </tr> <tr> <td><b>INDIRECT SUBTOTAL</b></td> <td></td> </tr> <tr> <td>MR SAMUEL WEISS &amp; MR CARL ROOKE &lt;ALT EMP SH OPT PLAN A/C&gt;</td> <td style="text-align: right;"><b>6,250,000</b></td> </tr> <tr> <td><b>GRAND TOTAL</b></td> <td style="text-align: right;"><b>6,925,574</b></td> </tr> </table>	WHITBY INVESTMENTS PTY LTD	2,500	WHITBY INVESTMENTS PTY LTD <HORWATH PTY SUPER FUND A/C>	14,300	WHITBY INVESTMENTS PTY LTD <HORWATH PTY SUPER FUND A/C>	270,965	WHITBY INVESTMENTS PTY LTD <HORWATH PTY SUPER FUND A/C>	320,965	WHITBY INVESTMENTS PTY LTD <HORWATH PTY SUPER FUND A/C>	50,000	<b>DIRECT SUBTOTAL</b>	<b>675,574</b>	<b>INDIRECT SUBTOTAL</b>		MR SAMUEL WEISS & MR CARL ROOKE <ALT EMP SH OPT PLAN A/C>	<b>6,250,000</b>	<b>GRAND TOTAL</b>	<b>6,925,574</b>
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<b>Class</b>	<b>Fully Paid Ordinary Shares</b>																		

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

Number acquired	N/A																		
Number disposed	1,775,000																		
Value/ Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil – Shares transferred as part of an Executive Share Plan																		
No. of securities held after change	<table> <tr> <td>WHITBY INVESTMENTS PTY LTD</td><td>2,500</td></tr> <tr> <td>WHITBY INVESTMENTS PTY LTD &lt;HORWATH PTY SUPER FUND A/C&gt;</td><td>14,300</td></tr> <tr> <td>WHITBY INVESTMENTS PTY LTD &lt;HORWATH PTY SUPER FUND A/C&gt;</td><td>270,965</td></tr> <tr> <td>WHITBY INVESTMENTS PTY LTD &lt;HORWATH PTY SUPER FUND A/C&gt;</td><td>320,965</td></tr> <tr> <td>WHITBY INVESTMENTS PTY LTD &lt;HORWATH PTY SUPER FUND A/C&gt;</td><td>50,000</td></tr> <tr> <td><b>DIRECT SUBTOTAL</b></td><td><b>675,574</b></td></tr> <tr> <td><b>INDIRECT SUBTOTAL</b></td><td></td></tr> <tr> <td>MR SAMUEL WEISS &amp; MR CARL ROOKE &lt;ALT EMP SH OPT PLAN A/C&gt;</td><td><b>4,475,000</b></td></tr> <tr> <td><b>GRAND TOTAL</b></td><td><b>5,150,574</b></td></tr> </table>	WHITBY INVESTMENTS PTY LTD	2,500	WHITBY INVESTMENTS PTY LTD <HORWATH PTY SUPER FUND A/C>	14,300	WHITBY INVESTMENTS PTY LTD <HORWATH PTY SUPER FUND A/C>	270,965	WHITBY INVESTMENTS PTY LTD <HORWATH PTY SUPER FUND A/C>	320,965	WHITBY INVESTMENTS PTY LTD <HORWATH PTY SUPER FUND A/C>	50,000	<b>DIRECT SUBTOTAL</b>	<b>675,574</b>	<b>INDIRECT SUBTOTAL</b>		MR SAMUEL WEISS & MR CARL ROOKE <ALT EMP SH OPT PLAN A/C>	<b>4,475,000</b>	<b>GRAND TOTAL</b>	<b>5,150,574</b>
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Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Shares transferred as part of an Executive Share Plan																		

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

+ See chapter 19 for defined terms.

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

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