

# 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>ORPHEUS ENERGY LIMITED</b>
<b>ABN</b>	<b>67 121 257 412</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>	David Edward Smith
<b>Date of last notice</b>	28 May 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 and Indirect
<b>Date of change</b>	19 August 2013
<b>No. of securities held prior to change</b>	
<b>Direct</b>	7,086,666 Fully Paid Ordinary Shares
	500,000 options exercisable at 20 cents on or before 30 September 2014
<b>Indirect</b>	
Director of Octopi Enterprises Pty Ltd	8,064,484 Fully Paid Ordinary Shares
Director of DAGIDOCH Pty Ltd ATF The Smith Family Superannuation Fund	5,000,000 Fully Paid Ordinary Shares
CWK Nominees Pty Ltd – Nominee Holder of Options	1,000,000 options exercisable at 20c on or before 30 September 2014
Dominic Smith (Son)	8,000 ordinary shares
Christian Smith (Son)	8,000 ordinary shares
<b>Class</b>	Ordinary shares

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

<b>Number acquired</b>	363,068
<b>Number disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$16,701
<b>No. of securities held after change</b>	
<b>Direct</b>	7,102,346 Fully Paid Ordinary Shares  500,000 options exercisable at 20 cents on or before 30 September 2014
<b>Indirect</b>	
Director of Octopi Enterprises Pty Ltd	8,411,872 Fully Paid Ordinary Shares
Director of DAGIDOC Pty Ltd ATF The Smith Family Superannuation Fund	5,000,000 Fully Paid Ordinary Shares
CWK Nominees Pty Ltd – Nominee Holder of Options	1,000,000 options exercisable at 20c on or before 30 September 2014
Dominic Smith (Son)	8,000 ordinary shares
Christian Smith (Son)	8,000 ordinary shares
<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>	Distribution In Specie from Coalworks on the basis of 0.0672 Orpheus Energy Limited shares for every 1 Coalworks Limited shares held

## 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>	
<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>	

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

---

<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>	N/A
<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 this provided?</b>	N/A

---

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