

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	ARC EXPLORATION LIMITED
ABN	48 002 678 640

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	JOHN C. CARLILE
Date of last notice	2 July 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.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Registered Holder HSBC Custody Nominees (Australia) Limited on behalf of John C. Carlile
Date of change	20 December 2012
No. of securities held prior to change	19,679,593 Ordinary Shares (Indirect) 10,765,746 Ordinary Shares (Direct) 9,986,298 Unlisted 11 Dec 2014 Options @ 3.6 c 6,165,000 Unlisted Exp 27 May 2016 Options @ 4.2 c
Class	Ordinary Shares
Number acquired	Nil – Change from Direct to Indirect
Number disposed	Nil – Change from Direct to Indirect
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	N/A – Change from Direct to Indirect

+ See chapter 19 for defined terms.

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No. of securities held after change	30,445,339 Ordinary Shares (Indirect) 9,986,298 Unlisted 11 Dec 2014 Options @ 3.6 c 6,165,000 Unlisted Exp 27 May 2016 Options @ 4.2 c
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Change from Direct to Indirect – No change in underlying beneficial interest or number of shares held in aggregate.

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

This notice is dated 21 December 2012

⁺ See chapter 19 for defined terms.