

# 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>ARC EXPLORATION LIMITED</b>
<b>ABN</b>	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.

<b>Name of Director</b>	<b>JOHN C. CARLILE</b>
<b>Date of last notice</b>	30 May 2016

### 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 & Indirect
<b>Nature of indirect interest (including registered holder)</b> <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
<b>Date of change</b>	2 June 2016
<b>No. of securities held prior to change</b>	30,882,839 Ordinary Shares (Indirect)  2,188,714 Ordinary Shares (Direct)  3,603,430 – Unlisted Exp 31 Dec 2018 Options @ 0.9 cents (Direct)
<b>Class</b>	Options Exp 27 May 2016 @ 4.2 c (Direct)
<b>Number acquired</b>	10,416,667
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$15,000 being 50% of Directors Fees for the period from 1 April 2015 to 31 March 2016

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	30,882,839 Ordinary Shares (Indirect) 12,605,381 Fully Paid Ordinary (Direct) 3,603,430 – Unlisted Exp 31 Dec 2018 Options @ 0.9 cents (Direct)
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issued in lieu of directors fees owing for the period from 1 April 2015 to 31 March 2016 period as part of a cost reduction program. Directors of the Company had elected to forgo 50% of their Directors Fees for this period. The remaining 50% of their remuneration was to be paid by the issue of shares in the Company rather than in cash and as a result no cash remuneration was paid to Directors for this period. The allotment of these shares was approved by shareholders at the annual general meeting of the Company held on 31 May 2016.

**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>	
<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> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +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>	

2 June 2016

+ See chapter 19 for defined terms.