

Kate Kidson  
Principal Adviser, Listings Compliance (Melbourne)  
ASX Limited  
Level 4, 525 Collins Street  
Melbourne VIC 3000

28 November 2019

Dear Kate

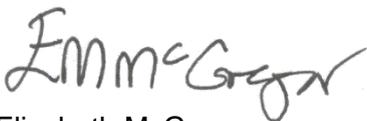
**Appendix 3Y – Mr Russell Yardley**

I refer to the attached Appendix 3Y, in respect of two changes of a director's relevant interests which occurred on 14 November 2019 and 26 November 2019. Under Listing Rule 3.19A.2, the change of interests which occurred on 14 November 2019 should have been notified to ASX by 21 November 2019. The late notification was caused by an administrative oversight.

As stated on the Appendix 3Y, the nature of the change to Mr Yardley's interests on 14 November 2019 was the repayment of PVL's outstanding convertible notes, as announced to ASX on 14 November 2019. The change did not involve any on-market transaction.

The Company is satisfied that it has the necessary reporting and notification policies in place to ensure compliance with its disclosure obligations under Listing Rules 3.19A and 3.19B. Directors are aware of their obligations to inform the Company of any changes in securities holdings, and this is monitored as a standard agenda item at every Board meeting. The Company considers the late notification to be an isolated incident.

Yours sincerely



Elizabeth McGregor  
Company Secretary

# 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>Powerhouse Ventures Limited</b>
<b>ARBN:</b>	<b>612 076 169</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>	Robert McEwan Russell Yardley
<b>Date of last notice</b>	3 July 2018

### 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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	a) Yardley Family Super Fund Pty Ltd b) Algonquin Investments Pty Ltd
<b>Date of change</b>	26 November 2019 (Ordinary Shares) 14 November 2019 (Convertible Notes)
<b>No. of securities held prior to change</b>	<b>Yardley Family Super Fund Pty Ltd</b> 149,971 Ordinary Shares 500,000 Convertible Notes  <b>Algonquin Investments Pty Ltd</b> 59,298 Ordinary Shares
<b>Class</b>	Ordinary Shares Convertible Notes (unlisted)
<b>Number acquired</b>	25,000 Ordinary Shares
<b>Number disposed</b>	500,000 Convertible Notes
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$0.073 per Ordinary Share \$0.20 per Convertible Note

+ See chapter 19 for defined terms.

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

<b>No. of securities held after change</b>	<b>Yardley Family Super Fund Pty Ltd</b> 174,971 Ordinary Shares  <b>Algonquin Investments Pty Ltd</b> 59,298 Ordinary Shares
<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	On-market trade (Ordinary Shares)  Repayment of all the Company's outstanding Convertible Notes, as announced on 14 November 2019. (Convertible Notes).

### 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>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

### 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
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+ See chapter 19 for defined terms.

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

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<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

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+ See chapter 19 for defined terms.