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

Name of entity	**Red Fork Energy Limited**
ABN	**15 108 787 727**

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	David Prentice
Date of last notice	1 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.

Direct or indirect interest	**Indirect**
Nature of indirect interest (including registered holder) **Note: Provide details of the circumstances giving rise to the relevant interest.**	1. David Prentice & Mirella Rosanna Prentice ATF the D&M Prentice Family Trust; 2. D&M Prentice Superfund; Mr Prentice is a trustee and a beneficiary of the D&M Prentice Family Trust and D&M Prentice Superfund; and 3. Mrs Mirella Rosanna Prentice (Mr Prentice's wife).
Date of change	5 December 2013

+ See chapter 19 for defined terms.

No. of securities held prior to change	**Direct** 1,225,100 fully paid ordinary shares **Indirect** Mr David Prentice and Mrs Mirella Rosanna Prentice (D&M Prentice Superfund Account): 263,908 fully paid ordinary shares; 500,000 Performance Rights B; 500,000 Performance Rights C. David Prentice & Mirella Rosanna Prentice ATF the D&M Prentice Family Trust: 1,018,129 fully paid ordinary shares; 500,000 Performance Rights B; 500,000 Performance Rights C. Ms Mikaela Dawn Prentice - (Mr David Prentice's daughter): 18,652 fully paid ordinary shares Luke Michael Prentice – (Mr David Prentie's son): 18,652 fully paid ordinary shares Mrs Mirella Rosanna Prentice – (Mr David Prentice's wife): 203,000 fully paid ordinary shares
Class	Fully paid ordinary shares
Number acquired	1,000,000
Number disposed	Not applicable.
Value/Consideration **Note: If consideration is non-cash, provide details and estimated valuation**	Nil consideration. Conversion of Performance Rights B into fully paid ordinary shares as a result of vesting criteria being met. NB Performance rights B were transferred from indirect holdings of Mr David Prentice and Mrs Mirella Rosanna Prentice (D&M Prentice Superfund Account) and David Prentice & Mirella Rosanna Prentice ATF the D&M Prentice Family Trust to: Mrs Mirella Rosanna Prentice immediately prior to conversion.

No. of securities held after change	**Direct** 1,225,100 fully paid ordinary shares **Indirect** Mr David Prentice and Mrs Mirella Rosanna Prentice (D&M Prentice Superfund Account): 263,908 fully paid ordinary shares; 500,000 Performance Rights C. David Prentice & Mirella Rosanna Prentice ATF the D&M Prentice Family Trust: 1,018,129 fully paid ordinary shares; 500,000 Performance Rights C. Ms Mikaela Dawn Prentice - (Mr David Prentice's daughter): 18,652 fully paid ordinary shares Luke Michael Prentice – (Mr David Prentie's son): 18,652 fully paid ordinary shares Mrs Mirella Rosanna Prentice – (Mr David Prentice's wife): 1,203,000 fully paid ordinary shares
Nature of change **Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back**	Conversion of performance rights pursuant to Red Fork Performance Rights Plan. Issue to related parties approved by shareholders on 30th November 2011.

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	Not applicable
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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.