

# 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> | 13 December 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.

|                                                                       |                                                                                                                    |
|-----------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                    | Direct                                                                                                             |
| <b>Date of change</b>                                                 | 18 February 2013                                                                                                   |
| <b>No. of securities held prior to change</b>                         |                                                                                                                    |
| <b>Direct</b>                                                         | 2,500,000 Fully Paid Ordinary Shares<br><br>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 | 4,840,036 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                                                                                                    |

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+ See chapter 19 for defined terms.

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|                                                                                                                                                                                            |                                                                                                                    |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|
| <b>Number acquired</b>                                                                                                                                                                     | 1,500,000                                                                                                          |
| <b>Number disposed</b>                                                                                                                                                                     |                                                                                                                    |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$122,106                                                                                                          |
| <b>No. of securities held after change</b>                                                                                                                                                 |                                                                                                                    |
| <b>Direct</b>                                                                                                                                                                              | 4,000,000 Fully Paid Ordinary Shares<br><br>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 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><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market trade                                                                                                    |

## 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><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                    |  |

+ See chapter 19 for defined terms.

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|                                                                                                                             |  |
|-----------------------------------------------------------------------------------------------------------------------------|--|
| <b>Interest disposed</b>                                                                                                    |  |
| <b>Value/Consideration</b><br><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 |

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