

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	PO VALLEY ENERGY LIMITED
ABN	33 087 741 571

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	Kevin Bailey
Date of last notice	8 June 2017

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>	Held on trust by Kevin and Grace Bailey as trustee for The Bailey Family Trust
Date of change	26 June 2018
No. of securities held prior to change	Interest in 132,728,169 ordinary shares as follows: Direct Interest: 77,747,636 ordinary shares held on trust for the Bailey Family Trust and Kevin Bailey Charitable Trust Indirect Interest: 54,980,533 ordinary shares held by Fuiloro Pty Ltd ATF Bailey Super Trust. Mr Bailey is a director of Fuiloro Pty Ltd and a trustee and beneficiary of the Bailey Super Trust
Class	Convertible Notes with a face value of \$1.00, conversion price of \$0.042 per share, interest rate 8% pa and maturity of 3 years. Maximum number of shares to be issued (if converted) 16,666,667.

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Number acquired	700,000
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$700,000
No. of securities held after change	<p>Interest in 132,728,169 ordinary shares as follows:</p> <p>Direct Interest: 77,747,636 ordinary shares held by on trust for the Bailey Family Trust and Kevin Bailey Charitable Trust</p> <p>Indirect Interest: 54,980,533 ordinary shares held by Fuiloro Pty Ltd ATF Bailey Super Trust. Mr Bailey is a director of Fuiloro Pty Ltd and a trustee and beneficiary of the Bailey Super Trust.</p> <p>Direct interest in 700,000 Convertible Notes held on trust by Kevin and Grace Bailey ATF The Bailey Family Trust</p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Issue of convertible notes approved by shareholders at the AGM held on 30 May 2018.

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	
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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
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.

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	PO VALLEY ENERGY LIMITED
ABN	33 087 741 571

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	Michael Masterman
Date of last notice	8 June 2017

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Symmall Pty Ltd (The trustee of a superannuation fund of which Michael Masterman is a trustee and beneficiary)
Date of change	26 June 2018
No. of securities held prior to change	Interest in 156,692,994 ordinary shares as follows: Direct Interest: 89,525,732 ordinary shares held by Michael Masterman Indirect Interest: 67,167,262 ordinary shares held by Symmall Pty Ltd (The trustee of a superannuation fund of which Michael Masterman is a trustee and beneficiary)

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Class	Convertible Notes with a face value Of \$1.00, conversion price of \$0.042 per share, interest rate 8% pa maturity 3 years. Maximum number of shares to be issued (if converted) 7,142,857
Number acquired	300,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$300,000
No. of securities held after change	Interest in 156,692,994 ordinary shares as follows: Direct Interest: 89,525,732 ordinary shares held by Michael Masterman Indirect Interest: 67,167,262 ordinary shares held by Symmall Pty Ltd (The trustee of a superannuation fund of which Michael Masterman is a trustee and beneficiary) Indirect interest in 300,000 Convertible Notes held by Symmall Pty Ltd (The trustee of a superannuation fund of which Michael Masterman is a trustee and beneficiary)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of convertible notes approved by shareholders at the AGM held on 30 May 2018.

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	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
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.