

4 August 2019

Companies Announcement Officer  
Australian Securities and Exchange Limited  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

***By Electronic Lodgement***

**RE: EXPIRY OF UNLISTED PERFORMANCE RIGHTS UNDER EMPLOYEE SHARE PLAN**

Attached is an Appendix 3Y recording the lapse of certain unlisted performance rights.

Yours Faithfully  
**Blue Energy Limited**



Stephen Rodgers  
Company Secretary

For personal use only

# 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>Blue Energy Limited</b>
<b>ABN</b>	<b>14 054 800 378</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>	Mr John Phillips
<b>Date of last notice</b>	2 August 2019

### 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> Note: Provide details of the circumstances giving rise to the relevant interest.	John Murray Phillips (Direct) Geotech Resources Pty Ltd as Trustee for Phillips Family Trust. (Indirect)
<b>Date of change</b>	2 August 2019
<b>No. of securities held prior to change</b>	1,231,232 Ordinary Shares (Direct)  31,229,574 Ordinary Shares (Indirect)  13,785,000 Employee Incentive Rights
<b>Class</b>	Ordinary Shares & Employee Incentive Rights
<b>Number acquired</b>	Nil
<b>Number disposed</b>	13,785,000 Employee Incentive Rights lapsed without vesting.

+ See chapter 19 for defined terms.

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

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A
<b>No. of securities held after change</b>	1,231,232 Ordinary Shares (Direct)  31,229,574 Ordinary Shares (Indirect)
<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	Lapse of Employee Incentive Rights.

**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> 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 – <sup>+</sup>Closed period**

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

**Appendix 3Y**  
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<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>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	Not Applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not Applicable

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