

# 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 30/9/2001.

<b>Name of entity</b>	<b>Karoon Gas Australia Limited</b>
<b>ABN</b>	<b>53 107 001 338</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 Mark Smith
<b>Date of last notice</b>	27 November 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 interest
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	1 May 2014

+ See chapter 19 for defined terms.

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<b>No. of securities held prior to change</b>	<p>3,002,037 Ordinary Fully Paid Shares</p> <p>425,000 total unlisted options with an exercise price of \$8.92, 300,000 exercisable subject to the satisfaction of Key Performance Indicators. Escrow until 01/05/2012 and expiring 01/05/2014.</p> <p>600,000 options with an exercise price of \$9.95, 400,000 exercisable subject to the satisfaction of Key Performance Indicators. Escrow until 01/05/2013 and expiring 01/05/2015.</p> <p>1,300,000 options with an exercise price of \$10.98, 1,100,000 exercisable subject to the satisfaction of Key Performance Indicators. Escrow until 01/05/2014 and expiring 01/05/2016.</p>
<b>Class</b>	Unlisted Options
<b>Number acquired</b>	Nil
<b>Number disposed</b>	425,000
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil
<b>No. of securities held after change</b>	<p>3,002,037 Ordinary Fully Paid Shares</p> <p>600,000 options with an exercise price of \$9.95, 400,000 exercisable subject to the satisfaction of Key Performance Indicators. Escrow until 01/05/2013 and expiring 01/05/2015.</p> <p>1,300,000 options with an exercise price of \$10.98, 1,100,000 exercisable subject to the satisfaction of Key Performance Indicators. Escrow until 01/05/2014 and expiring 01/05/2016.</p>
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Option Expiration

**Part 2 – Change of director's interests in contracts**

+ See chapter 19 for defined terms.

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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> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

**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
<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

+ See chapter 19 for defined terms.