

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.

Name of entity CogState Limited
ABN 80 090 975 723

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 Simpson
Date of last notice	29 November 2010

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	1. Indirect 2. Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	1. David & Dawn Simpson as trustees of the Simpson Superannuation Fund 2. N/A
Date of change	1. 16 December 2010 2. N/A
No. of securities held prior to change	1. Ordinary shares 607,538 Non-Executive 245,000 Director Options 2. Non-Executive 120,000 Director Options
Class	2. Non-Executive Director Options
Number acquired	1. N/A 2. 245,000
Number disposed	1. 245,000 2. N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil

+ See chapter 19 for defined terms.

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No. of securities held after change	<table><tr><td>1. Ordinary shares</td><td>607,538</td></tr><tr><td>Non-Executive Director Options</td><td>-</td></tr><tr><td>2. Non-Executive Director Options</td><td>365,000</td></tr></table>	1. Ordinary shares	607,538	Non-Executive Director Options	-	2. Non-Executive Director Options	365,000
1. Ordinary shares	607,538						
Non-Executive Director Options	-						
2. Non-Executive Director Options	365,000						
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<table><tr><td>1. Non-Executive Director Options transferred from Indirect holding to Direct holding.</td></tr><tr><td>2. Non-Executive Director Options transferred from Indirect holding to Direct holding.</td></tr></table>	1. Non-Executive Director Options transferred from Indirect holding to Direct holding.	2. Non-Executive Director Options transferred from Indirect holding to Direct holding.				
1. Non-Executive Director Options transferred from Indirect holding to Direct holding.							
2. Non-Executive Director Options transferred from Indirect holding to Direct holding.							

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 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	

+ See chapter 19 for defined terms.