

# 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>CELL AQUACULTURE LIMITED</b>
<b>ABN</b>	<b>86 091 687 740</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>	Peter Gerard Burns
<b>Date of last notice</b>	19 August 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.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	(A) P G Burns Investment A/C – Peter G Burns is Trustee for and a beneficiary of this account. (B) Burns Family Superfund – Peter G Burns is a Trustee for and beneficiary of the Superfund.
<b>Date of change</b>	4 & 6 May 2011.
<b>No. of securities held prior to change</b>	(A) 589,249 fully paid ordinary shares. (B) 400,000 fully paid ordinary shares.
<b>Class</b>	Fully paid ordinary shares.
<b>Number acquired</b>	4 May 2011 – 60,000 6 May 2011 – 25,000
<b>Number disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$7,105.00

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+ See chapter 19 for defined terms.

## Appendix 3Y

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<b>No. of securities held after change</b>	(A) 674,249 fully paid ordinary shares.  (B) 400,000 fully paid ordinary shares.
<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	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>	N/A
<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>	

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+ See chapter 19 for defined terms.

**Part 3 – <sup>+</sup>Closed period**

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> 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?	
If prior written clearance was provided, on what date was this provided?	

P Burns – 8 May 2011.

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Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	<b>CELL AQUACULTURE LIMITED</b>
<b>ABN</b>	<b>86 091 687 740</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>	Peter Philip Bodycoat
<b>Date of last notice</b>	22 February 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.

<b>Direct or indirect interest</b>	Indirect.
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	P Bodycoat Pty Ltd ATF Bodycoat Family Trust. Peter Bodycoat is a director for this account.
<b>Date of change</b>	4 & 6 May 2011.
<b>No. of securities held prior to change</b>	1,640,540 fully paid ordinary shares.
<b>Class</b>	Fully paid ordinary shares.
<b>Number acquired</b>	4 May 2011 - 15,282 6 May 2011 – 64,178
<b>Number disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$6,535.57
<b>No. of securities held after change</b>	1,720,000 fully paid ordinary shares.

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+ See chapter 19 for defined terms.

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<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	On-market trade.
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#### 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>	N/A
<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

<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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

P Bodycoat – 8 May 2011

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