Rule 3.19A.2

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	Martyn Myer
Date of last notice	26 October 2011

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 – 4 Indirect interests, as numbered below 5. Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	1. As beneficiary of The M K Myer Family Settlement [Registered holder: M F Custodians Ltd as nominee for the Myer Family Company Ltd as custodian for Mpyer Investments Pty Ltd ATF The M K Myer Family Settlement] 2. As beneficiary of Whereabouts Superannuation Fund [Registered holder: M F Custodians Ltd as nominee for the Myer Family Company Ltd as custodian for Myer & Myer Pty Ltd ATF Whereabouts Superannuation Fund]; 3. M F Custodians Ltd as nominee for the Myer Family Company Ltd as custodian for Martyn K Myer. 4. As Trustee for Max Myer [Registered holder: M F Custodians Ltd as nominee for the Myer Family Company Ltd as custodian for Martyn K Myer ATF Max Myer] 5. N/A
Date of change	13 July 2012

+ See chapter 19 for defined terms.

No. of securities held prior to change	1. Ordinary shares 2,000,000 2. Ordinary shares 11,990,000 3. Investor options 1,080,150 4. Ordinary Shares 10,000 5. Non-Executive Director Options 526,524
Class	Investor Options
Number acquired	1. N/A 2. 109,259 3. N/A 4. N/A 5. N/A
Number disposed	1. N/A 2. N/A 3. (240,369) 4. N/A 5. N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	1. N/A 2. $29,794.93 3. N/A 4. N/A 5. N/A
No. of securities held after change	1. Ordinary shares 2,000,000 2. Ordinary shares 12,099,259 3. Investor options 839,781 4. Ordinary Shares 10,000 5 Non-Executive Director Options 526,524
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1. N/A 2. Investor options exercised 3. Investor options exercised and lapsed 4. N/A 5. N/A

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	

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?	Yes, pursuant to an exemption in the CogState Securities Trading Policy.
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	25 June 2012

+ See chapter 19 for defined terms.