*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 30/09/01 Amended 01/01/11

| | |
|---|---|
| **Name of entity** | **COOPER ENERGY LIMITED** |
| **ABN** | **93 096 170 295** |

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 Peter MAXWELL |
| **Date of last notice** | 6 September 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.

| | |
|---|---|
| **Direct or indirect interest** | (i) & (ii) Indirect.<br>(iii) Direct. |
| **Nature of indirect interest (including registered holder)**<br>Note: Provide details of the circumstances giving rise to the relevant interest. | (i) Navigator Australia Limited <Navigator Pers Plan Sett A/C> on behalf of Lewxam Superannuation Fund.<br>(Mr Maxwell is a Trustee and beneficiary of the Lewxam superannuation fund.)<br>(ii) Lewxam Pty Ltd (Mr Maxwell is a director of this company) |
| **Date of change** | 5 December 2012. |
| **No. of securities held prior to change** | (i) 797,663 fully paid ordinary shares.<br>(ii) 215,527 fully paid ordinary shares.<br>(iii) 1,647,713 Performance Rights vesting 3 January 2015. |
| **Class** | Performance Rights vesting on 23 November 2015 subject to total shareholder return performance criteria being achieved, following which the holders may exercise their right to be issued shares within two years of the vesting date. |
| **Number acquired** | 1,317,992 |

+ See chapter 19 for defined terms.

| | |
|---|---|
| **Number disposed** | N/A |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and estimated valuation | Nil. |
| **No. of securities held after change** | (i) 797,663 fully paid ordinary shares.<br>(ii) 215,527 fully paid ordinary shares.<br>(iii) 1,647,713 Performance Rights vesting 3 January 2015.<br>(iii) 1,317,992 Performance Rights vesting 23 November 2015. |
| **Nature of change**<br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | The Performance Rights were issued with approval of shareholders at the annual general meeting held on 9 November 2012. |

## 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** | N/A |
| **Nature of interest** | N/A |
| **Name of registered holder (if issued securities)** | N/A |
| **Date of change** | N/A |
| **No. and class of securities to which interest related prior to change**<br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| **Interest acquired** | N/A |
| **Interest disposed** | N/A |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| **Interest after change** | N/A |

## 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?** | No. |
| **If so, was prior written clearance provided to allow the trade to proceed during this period?** | N/A |
| **If prior written clearance was provided, on what date was this provided?** | N/A |

D P Maxwell 7 December 2012

+ See chapter 19 for defined terms.

*Rule 3.19A.2*

# Appendix 3Y

## Change of Director's Interest Notice

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

| | |
|---|---|
| **Name of entity** | **COOPER ENERGY LIMITED** |
| **ABN** | **93 096 170 295** |

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** | Hector GORDON |
| **Date of last notice** | 26 June 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.

| | |
|---|---|
| **Direct or indirect interest** | Direct. |
| **Nature of indirect interest (including registered holder)**<br>Note: Provide details of the circumstances giving rise to the relevant interest. | |
| **Date of change** | 5 December 2012. |
| **No. of securities held prior to change** | 173,608 fully paid ordinary shares. |
| **Class** | Performance Rights vesting on 23 November 2015 subject to total shareholder return performance criteria being achieved, following which the holders may exercise their right to be issued shares within two years of the vesting date. |
| **Number acquired** | 728,731 |
| **Number disposed** | N/A |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and estimated valuation | Nil. |

| | |
|---|---|
| **No. of securities held after change** | 173,608 fully paid ordinary shares.<br><br>728,731 performance rights vesting 23 November 2015. |
| **Nature of change**<br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | The Performance Rights were issued with approval of shareholders at the annual general meeting held on 9 November 2012. |

## 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** | N/A |
| **Nature of interest** | N/A |
| **Name of registered holder (if issued securities)** | N/A |
| **Date of change** | N/A |
| **No. and class of securities to which interest related prior to change**<br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| **Interest acquired** | N/A |
| **Interest disposed** | N/A |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| **Interest after change** | N/A |

## 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?** | No. |
| **If so, was prior written clearance provided to allow the trade to proceed during this period?** | N/A |
| **If prior written clearance was provided, on what date was this provided?** | N/A |

H Gordon 7 December 2012

+ See chapter 19 for defined terms.