

13 August 2013

Amcil Limited
ABN 57 073 990 735
Level 21, 101 Collins Street
Melbourne Victoria 3000
Mail Box 146, 101 Collins Street
Melbourne Victoria 3000
Telephone 03 9650 9911
Facsimile 03 9650 9100
invest@amcil.com.au
www.amcil.com.au

The Manager
ASX Market Announcements
Australian Securities Exchange
Exchange Centre
Level 4
20 Bridge Street
Sydney NSW 2000

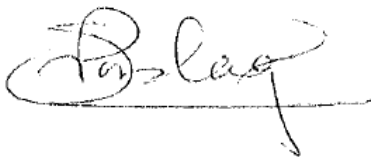
Electronic Lodgement

**AMCIL Limited
Change of Director's Interest Notice**

Dear Sir / Madam

Please find attached a Change of Director's Interest Notice for the Company.

Yours faithfully

A handwritten signature in black ink, appearing to read 'S. Pordage', with a long horizontal stroke extending to the right.

Simon Pordage
Company Secretary

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:	AMCIL LIMITED
ABN:	57 073 990 735

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	ROSS ERNEST BARKER
Date of last notice	29 August 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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	8 August 2013
No. of securities held prior to change	4,049,050 R E Barker 5,000 R E Barker, subject to 2 yr holding term 359,454 Benlaird Provident Investments P/L <Barker Superannuation Fund A/C >
Class	Ordinary Shares
Number acquired	5,000 Benlaird Provident Investments P/L <Barker Superannuation Fund A/C >, Subject to 2 yr holding term
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$1.02 per share

+ See chapter 19 for defined terms.

No. of securities held after change	4,049,050 R E Barker 5,000 R E Barker, subject to 2 yr holding term 359,454 Benlaid Provident Investments P/L <Barker Superannuation Fund A/C > 5,000 Benlaid Provident Investments P/L <Barker Superannuation Fund A/C >, Subject to 2 yr holding term
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	5,000 shares purchased on-market by Mr Barker to satisfy short-term incentive commitments under the terms of his employment and subject to a two year holding term.

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	
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.

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

Lodgement date	13 August 2013
-----------------------	----------------

⁺ See chapter 19 for defined terms.