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	David Simpson
Date of last notice	1 May 2013

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 3. 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 3. N/A
Date of change	31 October 2013
No. of securities held prior to change	1. Ordinary shares 999,205 2. Non-Executive Director Options 83,333 3. Ordinary shares -
Class	1. Ordinary shares 2. Non- Executive Director Options 3. Ordinary shares
Number acquired	1. N/A 2. 50,000 3. N/A

Number disposed	1. N/A 2. N/A 3. N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	1. N/A 2. Nil 3. N/A

No. of securities held after change	1. Ordinary shares 999,205 2. Non-Executive Director Options 133,333 3. Ordinary shares -
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of Non-Executive Director options as approved at the Annual General Meeting

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

+ See chapter 19 for defined terms.