

Amcil Limited  
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1 August 2014

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

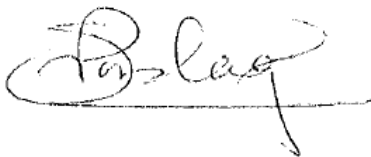
**Electronic Lodgement**

**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

|                        |                       |
|------------------------|-----------------------|
| <b>Name of entity:</b> | <b>AMCIL LIMITED</b>  |
| <b>ABN:</b>            | <b>57 073 990 735</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>    | ROSS ERNEST BARKER |
| <b>Date of last notice</b> | 14 October 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.

|                                                                                                                                                      |                                                                                                                                                                                                                                              |
|------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                   | Indirect                                                                                                                                                                                                                                     |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. |                                                                                                                                                                                                                                              |
| <b>Date of change</b>                                                                                                                                | 25 July 2014                                                                                                                                                                                                                                 |
| <b>No. of securities held prior to change</b>                                                                                                        | 4,158,652 R E Barker<br>5,000 R E Barker, subject to 2 yr holding term<br>410,615 Benlaid Provident Investments P/L <Barker Super Fund A/C><br>5,000 Benlaid Provident Investments P/L <Barker Super Fund A/C>, subject to 2 yr holding term |
| <b>Class</b>                                                                                                                                         | Ordinary Shares                                                                                                                                                                                                                              |
| <b>Number acquired</b>                                                                                                                               | 4,500 Benlaid Provident Investments P/L <Barker Super Fund A/C>, subject to 2 yr holding term                                                                                                                                                |
| <b>Number disposed</b>                                                                                                                               | N/A                                                                                                                                                                                                                                          |

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

|                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                     |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$1.02 per share                                                                                                                                                                                                                                                                                    |
| <b>No. of securities held after change</b>                                                                                                                                                 | <div>4,158,652 R E Barker</div> <div>5,000 R E Barker, subject to 2 yr holding term</div> <div>410,615 Benlaid Provident Investments P/L<br/>&lt;Barker Super Fund A/C&gt;</div> <div>9,500 Benlaid Provident Investments P/L<br/>&lt;Barker Super Fund A/C&gt;, subject to 2 yr holding term</div> |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | 4,500 ordinary shares purchased on-market on 25 July 2014 as part of short term incentive arrangements 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.

|                                                                                                                                                                                             |     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <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><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |     |
| <b>Interest acquired</b>                                                                                                                                                                    |     |
| <b>Interest disposed</b>                                                                                                                                                                    |     |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>                                                                 |     |
| <b>Interest after change</b>                                                                                                                                                                |     |

+ See chapter 19 for defined terms.

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

|                       |               |
|-----------------------|---------------|
| <b>Lodgement date</b> | 1 August 2014 |
|-----------------------|---------------|

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