

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

PERILYA LIMITED
ABN 85 009 193 695

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	Paul Erwin Albert Arndt
Date of last notice	8 October 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 & Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Beneficial interest in fully paid ordinary shares owned by Comet Enterprises Pty Ltd as trustee for the Arndt Family Super Fund
Date of change	30 May 2013
No. of securities held prior to change	Fully Paid Ordinary Shares (Indirect) 361,047 Fully Paid Ordinary Shares (Direct) 548,756 Performance Rights 716,588 Unlisted Options 2,015,018
Class	Performance Rights issued under the Perilya Long Term Incentive Plan
Number acquired	1,405,263
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil. Paul Arndt was not required to pay for the grant of the Performance Rights and for each Performance Right that vests, Mr Arndt will be entitled to receive one share in the Company without payment.

+ See chapter 19 for defined terms.

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No. of securities held after change	Fully Paid Ordinary Shares (Indirect) 361,047 Fully Paid Ordinary Shares (Direct) 548,756 Performance Rights 2,121,851 Unlisted Options 2,015,018
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 Performance Rights under the Perilya Long Term Incentive Plan approved by shareholders at the Company's AGM held on 30 May 2013

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 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 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

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