

# 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/

<b>Name of entity</b>	<b>Noxopharm Limited</b>
<b>ABN</b>	<b>50 608 966 123</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>	Graham Kelly
<b>Date of last notice</b>	8 <sup>th</sup> May 2019

### 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>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	Wednesday, 4 <sup>th</sup> September 2019 to Friday, 6 <sup>th</sup> September 2019
<b>No. of securities held prior to change</b>	<p><u>DIRECT</u></p> <p>1. 35,000 ordinary shares</p> <p><u>INDIRECT</u></p> <p>Milligene Pty Ltd &lt;The GE &amp; PR Kelly Family Trust&gt;</p> <p>1. 31,027,568 ordinary shares</p> <p>2. 12,075,000 unlisted options \$0.30, expiry 28/2/2021</p> <p>Phytose Corporation Limited ATF Boundaryone Superannuation Fund</p> <p>3. 240,553 ordinary shares</p> <p>Bende Holdings Pty Ltd</p> <p>4. 162,635 ordinary shares</p>

+ See chapter 19 for defined terms.

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

	<p>Prudence Kelly</p> <p>5. 10,000 ordinary shares</p> <p>6. 12,346 Unlisted Option Expiry, 30/11/2021, Exercisable @ \$1.08, vest if employed at 1 December 2018 - Vested</p> <p>7. 12,346 Unlisted Option Expiry, 30/11/2021, Exercisable @ \$1.08, vest if employed at 1 December 2019</p> <p>8. 12,345 Unlisted Option Expiry, 30/11/2021, Exercisable @ \$1.08, vest if employed at 1 December 2020</p> <p>9. 20,833 Unlisted Option Expiry, 21/11/2022, Exercisable @ \$0.62, vest if employed at 21 November 2019</p> <p>10. 20,833 Unlisted Option Expiry, 21/11/2022, Exercisable @ \$0.62, vest if employed at 21 November 2020</p> <p>11. 20,834 Unlisted Option Expiry, 21/11/2022, Exercisable @ \$0.62, vest if employed at 21 November 2020</p>
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	11,737 Ordinary Shares
<b>Number disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$4,249.97 (Average Price: \$0.3621)
<b>No. of securities held after change</b>	<p><u>DIRECT</u></p> <p>1. 46,737 Ordinary shares</p> <p><u>INDIRECT</u></p> <p>Milligene Pty Ltd &lt;The GE &amp; PR Kelly Family Trust&gt;</p> <p>1. 31,027,568 ordinary shares</p> <p>2. 12,075,000 unlisted options \$0.30, expiry 28/2/2021</p> <p>Phytose Corporation Limited ATF Boundaryone Superannuation Fund</p> <p>3. 240,553 ordinary shares</p> <p>Bende Holdings Pty Ltd</p> <p>4. 162,635 ordinary shares</p> <p>Prudence Kelly</p> <p>5. 10,000 ordinary shares</p>

+ See chapter 19 for defined terms.

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

	<p>6. 12,346 Unlisted Option Expiry, 30/11/2021, Exercisable @ \$1.08, vest if employed at 1 December 2018 - Vested</p> <p>7. 12,346 Unlisted Option Expiry, 30/11/2021, Exercisable @ \$1.08, vest if employed at 1 December 2019</p> <p>8. 12,345 Unlisted Option Expiry, 30/11/2021, Exercisable @ \$1.08, vest if employed at 1 December 2020</p> <p>9. 20,833 Unlisted Option Expiry, 21/11/2022, Exercisable @ \$0.62, vest if employed at 21 November 2019</p> <p>10. 20,833 Unlisted Option Expiry, 21/11/2022, Exercisable @ \$0.62, vest if employed at 21 November 2020</p> <p>11. 20,834 Unlisted Option Expiry, 21/11/2022, Exercisable @ \$0.62, vest if employed at 21 November 2020</p>
<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	On-Market Trade

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

+ See chapter 19 for defined terms.

Appendix 3Y  
Change of Director's Interest Notice

---

Interest after change	N/A
-----------------------	-----

**Part 3 – <sup>+</sup>Closed period**

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> 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

---

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