

# 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>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>	Ian Dixon
<b>Date of last notice</b>	20 December 2016

### 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> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	28 November 2017
<b>No. of securities held prior to change</b>	<p><u>DIRECT</u> N/A</p> <p><u>INDIRECT</u> Helium Management Pty Ltd &lt;Helium S/F A/C&gt;</p> <ol style="list-style-type: none"> <li>1. 1,766,246 ordinary shares</li> <li>2. 700,000 unlisted options \$0.30, expiry 28/2/2021 (escrow to 9/8/2018)</li> <li>3. 0 unlisted options \$1.0158, expiry 27/11/2020</li> <li>4. 0 unlisted options \$1.2189, expiry 27/11/2020</li> </ol>

+ See chapter 19 for defined terms.

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

<b>Class</b>	3. unlisted options \$1.0158, expiry 27/11/2020 4. unlisted options \$1.2189, expiry 27/11/2020
<b>Number acquired</b>	3. 250,000 unlisted options \$1.0158, expiry 27/11/2020 4. 250,000 unlisted options \$1.2189, expiry 27/11/2020
<b>Number disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	3. N/A – Director option grant 4. N/A – Director option grant
<b>No. of securities held after change</b>	<u>DIRECT</u> N/A  <u>INDIRECT</u> Helium Management Pty Ltd <Helium S/F A/C> 1. 1,766,246 ordinary shares 2. 700,000 unlisted options \$0.30, expiry 28/2/2021 (escrow to 9/8/2018) 3. 250,000 unlisted options \$1.0158, expiry 27/11/2020 4. 250,000 unlisted options \$1.2189, expiry 27/11/2020
<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	3. Director option grant as approved by shareholders on 27 November 2017 4. Director option grant as approved by shareholders on 27 November 2017

**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>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	

+ See chapter 19 for defined terms.

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

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<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	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**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

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