

# 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.

<b>Name of entity</b> Cogstate Limited
<b>ABN</b> 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.

<b>Name of Director</b>	Martyn Myer
<b>Date of last notice</b>	14 December 2015

### 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>	1 – 6. Indirect interests, as numbered below 7 - 8. Direct
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ol style="list-style-type: none"> <li>1. As beneficiary of The M K Myer Family Settlement [Registered holder: National Nominees Limited as custodian for Mpyer Investments Pty Ltd ATF <u>The M K Myer Family Settlement</u>]</li> <li>2. As beneficiary of Whereabouts Superannuation Fund [Registered holder: National Nominees Limited as custodian for Myer &amp; Myer Pty Ltd ATF <u>Whereabouts Superannuation Fund</u>]</li> <li>3. National Nominees Limited as custodian for <u>Martyn K Myer</u></li> <li>4. National Nominees Limited as custodian for <u>Max Myer</u></li> <li>5. National Nominees Limited as custodian for <u>Edwina Myer</u></li> <li>6. National Nominees Limited as custodian for <u>Lucy Myer</u></li> <li>7. N/A</li> <li>8. N/A</li> </ol>

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+ See chapter 19 for defined terms.

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<b>Date of change</b>	<ol style="list-style-type: none"> <li>1. N/A</li> <li>2. N/A</li> <li>3. N/A</li> <li>4. N/A</li> <li>5. N/A</li> <li>6. N/A</li> <li>7. 17 October 2016</li> <li>8. 18 October 2016</li> </ol>																
<b>No. of securities held prior to change</b>	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1. Ordinary Shares</td> <td style="text-align: right;">3,895,792</td> </tr> <tr> <td>2. Ordinary Shares</td> <td style="text-align: right;">15,443,244</td> </tr> <tr> <td>3. Investor Options</td> <td style="text-align: right;">-</td> </tr> <tr> <td>4. Ordinary Shares</td> <td style="text-align: right;">56,250</td> </tr> <tr> <td>5. Ordinary Shares</td> <td style="text-align: right;">56,250</td> </tr> <tr> <td>6. Ordinary Shares</td> <td style="text-align: right;">56,250</td> </tr> <tr> <td>7. Non- executive Director Options</td> <td style="text-align: right;">345,000</td> </tr> <tr> <td>8. Ordinary Shares</td> <td style="text-align: right;">-</td> </tr> </table>	1. Ordinary Shares	3,895,792	2. Ordinary Shares	15,443,244	3. Investor Options	-	4. Ordinary Shares	56,250	5. Ordinary Shares	56,250	6. Ordinary Shares	56,250	7. Non- executive Director Options	345,000	8. Ordinary Shares	-
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8. Ordinary Shares	-																
<b>Class</b>	Ordinary Shares																
<b>Number acquired</b>	<ol style="list-style-type: none"> <li>1. N/A</li> <li>2. N/A</li> <li>3. N/A</li> <li>4. N/A</li> <li>5. N/A</li> <li>6. N/A</li> <li>7. 200,000</li> <li>8. 100,000</li> </ol>																
<b>Number disposed</b>	<ol style="list-style-type: none"> <li>1. N/A</li> <li>2. N/A</li> <li>3. N/A</li> <li>4. N/A</li> <li>5. N/A</li> <li>6. N/A</li> <li>7. 100,000</li> <li>8. N/A</li> </ol>																
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	<ol style="list-style-type: none"> <li>1. N/A</li> <li>2. N/A</li> <li>3. N/A</li> <li>4. N/A</li> <li>5. N/A</li> <li>6. N/A</li> <li>7. N/A</li> <li>8. \$22,000</li> </ol>																
<b>No. of securities held after change</b>	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1. Ordinary Shares</td> <td style="text-align: right;">3,895,792</td> </tr> <tr> <td>2. Ordinary Shares</td> <td style="text-align: right;">15,443,244</td> </tr> <tr> <td>3. Investor Options</td> <td style="text-align: right;">-</td> </tr> <tr> <td>4. Ordinary Shares</td> <td style="text-align: right;">56,250</td> </tr> <tr> <td>5. Ordinary Shares</td> <td style="text-align: right;">56,250</td> </tr> <tr> <td>6. Ordinary Shares</td> <td style="text-align: right;">56,250</td> </tr> <tr> <td>7. Non- executive Director Options</td> <td style="text-align: right;">445,000</td> </tr> <tr> <td>8. Ordinary Shares</td> <td style="text-align: right;">100,000</td> </tr> </table>	1. Ordinary Shares	3,895,792	2. Ordinary Shares	15,443,244	3. Investor Options	-	4. Ordinary Shares	56,250	5. Ordinary Shares	56,250	6. Ordinary Shares	56,250	7. Non- executive Director Options	445,000	8. Ordinary Shares	100,000
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<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>	<ol style="list-style-type: none"> <li>1. No change.</li> <li>2. No change.</li> <li>3. No change.</li> <li>4. No change.</li> <li>5. No change.</li> <li>6. No change.</li> <li>7. Grant of Non-Executive Director Options Exercise of Non- Executive Director Options</li> <li>8. Exercise of Non-Executive Director Options</li> </ol>
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**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>	
<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>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<p><b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation</p>	
<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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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