

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

Name of entity	GRAPHITECORP LIMITED
ABN	54 157 690 830

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	PHILIP ST BAKER
Date of last notice	24 APRIL 2017

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) Note: Provide details of the circumstances giving rise to the relevant interest.	Indirect interests in performance rights and options over ordinary shares are held by Mr Philip St Baker as trustee for the P&P St Baker Family Trust. (1,562,500 Performance Rights; 7,000,000 Options) Indirect interests in Loan Notes are held by Mr Philip St Baker's immediate family members. (166,667 Ordinary Shares)
Date of change	2 June 2017
No. of securities held prior to change	7,976,903 ordinary shares (Direct) 1,562,500 performance rights (Indirect) 7,000,000 options over ordinary shares (Indirect) 166,667 Loan Notes (Indirect)
Class	Ordinary shares
Number acquired	166,667
Number disposed	Nil

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.60 per share (conversion of Loan Note)
No. of securities held after change	7,976,903 ordinary shares (Direct) 166,667 ordinary shares (Indirect) 1,562,500 performance rights (Indirect) 7,000,000 options over ordinary shares (Indirect)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Conversion of Loan Notes.

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	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	

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If prior written clearance was provided, on what date was this provided?	
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