

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	KNEOMEDIA LIMITED
ABN	41 009 221 783

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	James Kellett
Date of last notice	21 April 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.

Direct or indirect interest	Indirect for shares and options and direct for performance rights
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	The Director holds a relevant interest the KNeoMedia shares held by: <ol style="list-style-type: none"> Kellett Super Pty Ltd ACN 149 092 231 as trustee of the Kellett Superannuation Fund A/C (Kellett Super), an entity controlled by James Kellett Furneaux Management Pty Ltd ACN 126 199 755 (Furneaux), an entity controlled by James Kellett
Date of change	21 November 2016
No. of securities held prior to change	<ol style="list-style-type: none"> 613,333 fully paid ordinary shares (Shares) held by Kellett Super. 2,766,667 Shares held by Furneaux. 5,255,590 performance rights held by Mr James Kellett.
Class	<ul style="list-style-type: none"> ▪ Shares. ▪ Options to acquire Shares, exercisable at \$0.025 each and expiring 21 November 2018 (Attaching Options).

+ See chapter 19 for defined terms.

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Number acquired	<ul style="list-style-type: none"> ▪ 14,285,714 Shares. ▪ 7,142,857 Attaching Options.
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	The 14,285,714 Shares are issued to Furneaux in repayment of a \$200,000 loan to the Company from Mr Kellett, and the Attaching Options are issued for nil consideration as free attaching options to those Shares.
No. of securities held after change	<ol style="list-style-type: none"> 1. 613,333 Shares held by Kellett Super. 2. 17,052,381 Shares held by Furneaux. 3. 5,255,590 performance rights held by Mr James Kellett. 4. 7,142,857 Attaching Options held by Furneaux.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	The Shares and Attaching Options were issued in repayment of a \$200,000 loan to the Company from Mr Kellett, pursuant to shareholder approval obtained at the Company's 2016 Annual General Meeting held on 15 November 2016.

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

+ See chapter 19 for defined terms.

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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Introduced 30/09/01 Amended 01/01/11

Name of entity	KNEOMEDIA LIMITED
ABN	41 009 221 783

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	Jeffrey Hixon Bennett
Date of last notice	21 April 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.

Direct or indirect interest	Indirect for shares and direct for performance rights
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	The Director is the practical controller of the following shareholders and accordingly has a relevant interest in their shareholdings: 1. Hixon Pty Ltd 2. Cove Capital Pty Ltd
Date of change	21 November 2016
No. of securities held prior to change	1. 3,057,733 fully paid ordinary shares (Shares) held by Hixon Pty Ltd 2. 133,333 Shares held by Cove Capital Pty Ltd 3. 2,627,795 performance rights held directly by Mr Bennett
Class	Shares
Number acquired	3,192,548
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	The 3,192,548 Shares were issued to Mr Bennett's nominee, Hixon Pty Ltd, in lieu of Director's fees owing and accrued as at 30 June 2016. The Shares were issued at a deemed issue price of \$0.01811 per share,

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	and the deemed value of the shares issued is \$57,800.
No. of securities held after change	<ol style="list-style-type: none"> 1. 6,250,281 shares held by Hixon Pty Ltd 2. 133,333 shares held by Cove Capital Pty Ltd 3. 2,627,795 performance rights held directly by Mr Bennett
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	The Shares were issued to pursuant to shareholder approval obtained at the 2016 Annual General Meeting held on 15 November 2016, in lieu of Mr Bennett's Director's fees owing and accrued as at 30 June 2016.

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

+ See chapter 19 for defined terms.

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

⁺ See chapter 19 for defined terms.