

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	PACIFIC ENERGY LIMITED
ABN	22 009 191 744

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	Mr Alan S Foster
Date of last notice	5 September 2005

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	A. Direct B. Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	A. N/A B. (i) Foster Stockbroking Nominees Pty Ltd <No 4> B. (ii) Registered holder is Cranport Pty Ltd, company controlled by Mr Foster B. (iii) E-tech Capital Pty Ltd, as trustee for Alan Stuart Foster Superannuation Fund
Date of change	21 July 2014
No. of securities held prior to change	A. Nil B (i) 3,224,068 fully paid ordinary shares (1,612,034 fully paid ordinary shares prior to share split on 25 August 2006.) B. (ii) 839,374 fully paid ordinary shares (419,687 fully paid ordinary shares prior to share split on 25 August 2006.) B. (iii) Nil
Class	Ordinary Shares
Number acquired	A. 2,852,934 fully paid ordinary shares B. (i) Nil B. (ii) Nil B. (iii) 371,134 fully paid ordinary shares

+ See chapter 19 for defined terms.

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Number disposed	A. Nil B. (i) 3,224,068 fully paid ordinary shares B. (ii) Nil B. (iii) Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	A. \$0.485 per share B. (i) \$0.485 per share B. (iii) \$0.485 per share
No. of securities held after change	A. 2,852,934 fully paid ordinary shares B. (i) Nil B. (ii) 839,374 fully paid ordinary shares B. (iii) 371,134 fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off-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.

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

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 change in beneficial holding
If so, was prior written clearance provided to allow the trade to proceed during this period?	No change in beneficial holding
If prior written clearance was provided, on what date was this provided?	No change in beneficial holding

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