

## 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>ENGENCO LIMITED</b>
<b>ABN</b>	<b>99 120 432 144</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>	VINCENT LEONARDO DE SANTIS
<b>Date of last notice</b>	30 SEPTEMBER 2011

#### 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.	<p><b><u>Indirect – tranche 1:</u></b> <b>Ordinary shares held on trust for Catherine Ann De Santis.</b></p> <p><b><u>Indirect – tranche 2:</u></b> <b>Possible deemed relevant interest in ordinary shares held legally and beneficially by Catherine Ann De Santis for her own account, as a result of deeming provisions in the Corporations Act. Whether or not such a deemed relevant interest in these shares exists is not clear however it is shown in the interests of full disclosure.</b></p>
<b>Date of change</b>	29 JANUARY 2013
<b>No. of securities held prior to change</b>	<p><b><u>Indirect – tranche 1:</u></b> 41,796</p> <p><b><u>Indirect – tranche 2:</u></b> 78,205</p>
<b>Class</b>	ORDINARY SHARES

+ See chapter 19 for defined terms.

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<b>Number acquired</b>	<b>Indirect – tranche 1:</b> 62,694 <b>Indirect – tranche 2:</b> 117,308
<b>Number disposed</b>	NIL
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	<b>Indirect – tranche 1:</b> \$9,404.10 <b>Indirect – tranche 2:</b> \$17,596.20
<b>No. of securities held after change</b>	<b>Indirect – tranche 1:</b> 104,490 <b>Indirect – tranche 2:</b> 195,513
<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	SHARES ACQUIRED PURSUANT TO THE RENOUNCEABLE PRO-RATA ENTITLEMENT OFFER (SEE NOTE 1 BELOW)  Note 1 - On 12 December 2012, Engenco Limited announced a renounceable pro-rata entitlement offer to raise approximately \$28.0 million (before expenses) on the basis of 3 new fully paid shares in the Company (Shares) for every 2 Shares held at an issue price of \$0.15. The renounceable pro-rata entitlement offer closed on 18 January 2013.

**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>	
<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	

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<b>Interest after change</b>	
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**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +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>	NOT APPLICABLE
<b>If prior written clearance was provided, on what date was this provided?</b>	NOT APPLICABLE

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