Rule 3.19A.2

# **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	ENGENCO LIMITED
ABN	99 120 432 144

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	
	DALE BRENDON ELPHINSTONE
Date of last notice	
	12 MARCH 2013

#### 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	
Nature of indirect interest		
(including registered holder)  Note: Provide details of the circumstances giving rise to the relevant interest.	INTEREST HELD THROUGH ELPH PTY LTD IN WHICH MR ELPHINSTONE HAS A RELEVANT INTEREST	
Date of change		
	12, 13, 14, 15 and 18 MARCH 2013	
No. of securities held prior to change		
	200,189,333	
Class		
	ORDINARY SHARES	
Number acquired		
	428,953	
Number disposed	NIL	
Value/Consideration		
Note: If consideration is non-cash, provide details and estimated valuation	\$77,211.54	
No. of securities held after change		
I.	200,618,286	

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

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	22,800 SHARES ACQUIRED ON-MARKET PURSUANT TO THE ELPH BID (SEE NOTE 1 BELOW)
	406,153 SHARES ACQUIRED THROUGH OFF-MARKET ACCEPTANCES RECEIVED PURSUANT TO THE ELPH BID (SEE NOTE 1 BELOW)
	Note 1 – "Elph Bid": On 12 December 2012, Elph Pty Ltd announced its intention to make an all cash unconditional bid to acquire all of the issued shares in Engenco Limited for \$0.18 cash per share. On 18 December 2012, Elph Pty Ltd lodged its Bidder's Statement with ASX and ASIC. On 10 January 2013, Elph Pty Ltd despatched its Bidder's Statement and offers (incorporated in the Bidder's Statement) pursuant to the requirements of the Corporations Act.

### 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	
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	

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<sup>+</sup> 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	NO
clearance was required?	
If so, was prior written clearance provided to allow the trade	
to proceed during this period?	NOT APPLICABLE
If prior written clearance was provided, on what date was this	
provided?	NOT APPLICABLE

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