

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: Fluence Corporation Limited (ASX:FLC)
ACN: 127 734 196

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	Richard Irving
Date of last notice	14 July 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	Indirect													
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Relevant interest arising by virtue of section 608(3)(a) of the <i>Corporations Act 2001</i> (Cth) as a result of a share interest in the manager of the Pond Venture III fund, Pond Venture Nominees III Limited.													
Date of change	27 December 2017													
No. of securities held prior to change	<table border="1" style="width: 100%; border-collapse: collapse; text-align: center;"> <thead> <tr> <th style="width: 30%;"></th> <th style="width: 35%;">Shares</th> <th style="width: 35%;">Options</th> </tr> </thead> <tbody> <tr> <td>Direct</td> <td>-</td> <td>2,900,000</td> </tr> <tr> <td>Indirect</td> <td>28,944,080</td> <td>-</td> </tr> <tr> <td>Total</td> <td>28,944,080</td> <td>2,900,000</td> </tr> </tbody> </table>			Shares	Options	Direct	-	2,900,000	Indirect	28,944,080	-	Total	28,944,080	2,900,000
	Shares	Options												
Direct	-	2,900,000												
Indirect	28,944,080	-												
Total	28,944,080	2,900,000												

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Class	<p>(a) 28,944,080 fully paid Ordinary Shares.</p> <p>(b)</p> <p>(i) 500,000 unlisted director options, exercisable at \$0.40, expiring at 18/12/2019.</p> <p>(ii) 500,000 unlisted director options, exercisable at \$0.30, expiring at 18/12/2018.</p> <p>(iii) 950,000 unlisted director options, exercisable at \$1.20, expiring at 13/07/2021.</p> <p>(iv) 950,000 unlisted director options, exercisable at \$1.50, expiring at 13/07/2021.</p>
Number acquired	7,320,499 fully paid Ordinary Shares
Number disposed	Not applicable
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	Shares in Emefcy Ltd pursuant to the Share Exchange and Purchase Agreement dated as of October 1, 2015, in accordance with the acquisition terms approved by the company's shareholders on 17 November 2015.
No. of securities held after change	<p>36,264,579 fully paid Ordinary Shares</p> <p>500,000 unlisted director options with exercise price of \$0.30, expiring 18/12/18</p> <p>500,000 unlisted director options with exercise price of \$0.40, expiring 18/12/19</p> <p>950,000 unlisted director options with exercise price of \$1.20, expiring at 13/07/2021</p> <p>950,000 unlisted director options with exercise price of \$1.50, expiring at 13/07/2021</p>

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Ordinary Shares issued to Pond Venture Nominees III Limited as a result of the satisfaction of the second of two commercial milestones, as part of the consideration to the vendors of Emefcy Ltd, in accordance with the acquisition terms approved by the company's shareholders on 17 November 2015.
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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	No change of director's interests in contracts
Nature of interest	Not applicable
Name of registered holder (if issued securities)	Not applicable
Date of change	Not applicable
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	Not applicable
Interest acquired	Not applicable
Interest disposed	Not applicable
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not applicable
Interest after change	Not applicable

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?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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