

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	OTHERLEVELS HOLDINGS LIMITED
ABN	88 603 987 266

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	Brendan Patrick O'Kane
Date of last notice	30 May 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	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Tara Investment Services Pty Ltd ATF The TABC Trust (as director, trustee and shareholder) Tara Investment Services Pty Ltd ATF The Tara Investment Trust (as director, trustee and shareholder) BP O'Kane & CA O'Kane ATF The Aisling Super Fund (as trustee) Mrs Margaret Anne O'Kane (Mother) Ms Aisling Seren O'Kane (Daughter) Ms Tara Aine O'Kane (Daughter)
Date of change	5 September 2017
No. of securities held prior to change	31,056,196 Ordinary Fully Paid Shares held as follows: Tara Investment Services Pty Ltd - 30,278,224 Brendan Patrick O'Kane - 50,000 Brendan Patrick O'Kane & Caryn Angela O'Kane - 540,551 Mrs Margaret Aine O'Kane - 137,421 Ms Aisling Seren O'Kane - 25,000 Ms Tara Aine O'Kane - 25,000 Options to acquire Ordinary Shares held as follows: Brendan Patrick O'Kane - 3,609,337
Class	Options

+ See chapter 19 for defined terms.

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Number acquired	3,750,000 – Tara Investment Services Pty Ltd ATF The TABC Trust
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.0001 per option
No. of securities held after change	<p>31,056,196 Ordinary Fully Paid Shares held as follows: Tara Investment Services Pty Ltd ATF The TABC Trust – 28,047,753 Tara Investment Services Pty Ltd ATF The Tara Investment Trust – 256,787 BP O'Kane & CA O'Kane ATF The Aisling Super Fund – 2,564,235 Mrs Margaret Aine O'Kane - 137,421 Ms Aisling Seren O'Kane - 25,000 Ms Tara Aine O'Kane - 25,000</p> <p>Options to acquire Ordinary Shares held as follows: Brendan Patrick O'Kane - 3,609,337 Tara Investment Services Pty Ltd ATF The TABC Trust – 3,750,000</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of options

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

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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
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.