

## 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>TALON PETROLEUM LTD</b>
<b>ABN</b>	<b>88 153 229 086</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>	David James Melville Mason
<b>Date of last notice</b>	13 May 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.

<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.	Unlisted options acquired through Wandoo Energy, LLC ("Wandoo") in which Mr Mason is the principal shareholder.
<b>Date of change</b>	20 June 2013
<b>No. of securities held prior to change</b>	3,275,200 fully paid ordinary shares  8,490 fully paid ordinary shares held by Mr Mason's children  4,000,000 fully paid ordinary shares held through Wandoo in which Mr Mason is the principal shareholder
<b>Class</b>	Unlisted options

<b>Number acquired</b>	1,200,000
<b>Number disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil
<b>No. of securities held after change</b>	3,275,200 fully paid ordinary shares  8,490 fully paid ordinary shares held by Mr Mason's children  4,000,000 fully paid ordinary shares held through Wandoo in which Mr Mason is the principal shareholder  1,200,000 unlisted options held through Wandoo in which Mr Mason is the principal shareholder
<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	Issue of unlisted options in accordance with shareholder approval granted at the Annual General Meeting on 30 May 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>	None
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A

<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

**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>	N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A