

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 | Lithium Power International Limited |
| ABN | 73 607 260 328 |

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.

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|----------------------------|-----------------|
| Name of Director | Andrew Phillips |
| Date of last notice | 27 June 2016 |

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 |
| Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | N/A |
| Date of change | 1 December 2016. |
| No. of securities held prior to change | 335,000 ordinary shares. 1,500,000 unlisted options with an exercise price of \$0.20, expiring on the date that is 5 years from the date of quotation of the Company's securities on ASX. |
| Class | Ordinary shares and Options issued under the Company's prospectus dated 31 October 2016. |
| Number acquired | 263,158 ordinary shares and 263,158 Options, acquired by Sarah Guy Pty Ltd as trustee for the Phillips Family Trust (which securities Andrew Phillips has a relevant interest in under section 608(1) of the Corporations Act). |
| Number disposed | Nil |

+ See chapter 19 for defined terms.

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| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | \$100,000. |
| No. of securities held after change | <u>Direct</u> 335,000 ordinary shares. 1,500,000 unlisted options. <u>Indirect</u> 263,158 ordinary shares. 263,158 Options. |
| 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 securities approved at the Company's annual general meeting on 28 November 2016. |

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.

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| 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 |
| 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

| | |
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| Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required? | No |
|----------------------------------------------------------------------------------------------------------------------------------------------------|----|

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| If so, was prior written clearance provided to allow the trade to proceed during this period? | |
| If prior written clearance was provided, on what date was this provided? | |

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