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	VTX Holdings Limited
ABN	80 096 870 978

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	Andrew Haythorpe
Date of last notice	12 November 2014

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.	1. **Ouro Pty Ltd** (Director and shareholder) 2. **Mr Andrew John Haythorpe & Mrs Ragen Haythorpe (AJH Superannuation Fund A/C)** (Trustee and Beneficiary)
Date of change	9 September 2015
No. of securities held prior to change	1. 15,000,000 Fully paid ordinary shares; and 10,000,000 Unlisted options 2. 6,500,000 Fully paid ordinary shares; and 300,000 Listed options
Class	- ASX: VTX - Fully paid ordinary share; - ASX: VTXO - Listed options exercisable at $0.025 on or before 25 October 2015; and - ASX: VTXAL - Unlisted options exercisable at $0.025 on or before 31 August 2018
Number acquired	1. Nil 2. 280,000 Fully paid ordinary shares issued upon conversion of listed options (VTXO)

+ See chapter 19 for defined terms.

Number disposed	1. Nil 2. Conversion of 280,000 listed options into fully paid ordinary shares.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$0.025 cents per share on conversion of options.
No. of securities held after change	1. 15,000,000 Fully paid ordinary shares; and 10,000,000 Unlisted options 2. 6,780,000 Fully paid ordinary shares; and 20,000 Listed 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 fully paid ordinary shares as a result of the conversion of 280,000 listed options exercisable at $0.025 on or before 25 October 2015.

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	
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	

Part 3 – +Closed period

+ See chapter 19 for defined terms.

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?	No
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.