

## 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: Appen Limited</b> |
| <b>ABN: 60 138 878 298</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>    | Mr Mark Brayan |
| <b>Date of last notice</b> | 02 March 2018  |

#### 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><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | a. Wazzy Pty Ltd<br>As trustee for Brayan Superannuation Fund<br><br>Mr Brayan is a Director of Wazzy Pty Ltd and a beneficiary of the superannuation fund.<br><br>b. Shares held by Melissa Brayan (spouse of Mark Brayan) |
| <b>Date of change</b>   | 18 May 2018   |
| <b>No. of securities held prior to change</b>   | Direct:<br>142,768 ordinary shares<br><br>Indirect:<br>a. 126,679 ordinary shares<br>b. 68,229 ordinary shares  |
| <b>Class</b>  | Performance Rights  |

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+ See chapter 19 for defined terms.

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|   |  |
|---|--|
| <b>Number acquired</b>  | Direct:<br>378,118 performance rights  |
| <b>Number disposed</b>  | Nil  |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation   | Nil  |
| <b>No. of securities held after change</b>  | Direct:<br>142,768 ordinary shares<br>378,118 performance rights<br><br>Indirect:<br>a. 126,679 ordinary shares<br>b. 68,229 ordinary shares |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Grant of performance rights  |

#### 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>  | Not applicable |
| <b>Nature of interest</b>  |                |
| <b>Name of registered holder (if issued securities)</b>  |                |
| <b>Date of change</b>  |                |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed |                |
| <b>Interest acquired</b>   |                |
| <b>Interest disposed</b>   |                |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   |                |
| <b>Interest after change</b>   |                |

+ See chapter 19 for defined terms.

**Part 3 – <sup>+</sup>Closed period**

|   |    |
|---|----|
| <b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b> | No |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>  |    |
| <b>If prior written clearance was provided, on what date was this provided?</b>   |    |

Date of Notice: 22 May 2018

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<sup>+</sup> See chapter 19 for defined terms.