

24 May 2018

Australian Securities Exchange  
Level 40, Central Park  
152-158 St Georges Tce  
Perth WA 6000

Dear Sir/Madam

**APPENDIX 3Y LODGEMENT**

Please find enclosed an Appendix 3Y – Change of Directors Interest Notice for two of the directors of MGC Pharmaceuticals Ltd (the “Company”) in respect to off-market transfers between their direct & indirect holding accounts.

During the preparation of these Appendix 3Y’s it became apparent that the Company did not previously disclose the transfer between indirect holding accounts for Mr Roby Zomer on 3 April 2018 in an Appendix 3Y, and as such this change to the directors’ holding has now been included in the enclosed appendices.

The Company and its Directors are aware of the obligation to comply with the ASX Listing Rules, in this case specifically the disclosure obligations under Listing Rule 3.19A. The Company has a Corporate Governance Policy in place that deals directly with Continuous Disclosure, and the Directors have been reminded of their obligations under this Policy.

The Company has taken this opportunity to review its current arrangements regarding notification of interest changes to ensure that they are adequate, and does not consider any further steps necessary to ensure compliance with Listing Rule 3.19B.

Yours faithfully



Brett Mitchell  
Executive Chairman

# 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>	MGC Pharmaceuticals Limited
<b>ABN</b>	30 116 800 269

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>	Roby Reuven Zomer
<b>Date of last notice</b>	30 January 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> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	1. Chitta Lu Limited (Director and sole shareholder) 2. HSBC Custody Nominees (Australia) Limited (Beneficiary)
<b>Date of change</b>	3 April 2018
<b>No. of securities held prior to change</b>	<b>Chitta Lu Limited</b> 30,000,000 Fully Paid Ordinary Shares 10,000,000 Performance Shares  <b>HSBC Custody Nominees (Australia) Limited</b> Nil
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	N/A (off-market transfer of 30,000,000 ordinary shares from Chitta Lu Limited to HSBC Custody Nominees (Australia) Limited)
<b>Number disposed</b>	N/A (off-market transfer of 30,000,000 ordinary shares from Chitta Lu Limited to HSBC Custody Nominees (Australia) Limited)
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil consideration

+ See chapter 19 for defined terms.

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**Change of Director's Interest Notice**

<b>No. of securities held after change</b>	<b>Chitta Lu Limited</b> 10,000,000 Performance Shares  <b>HSBC Custody Nominees (Australia) Limited</b> 30,000,000 Fully Paid Ordinary Shares
<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	Off-market transfer of shares between indirect holding accounts

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

**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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

+ See chapter 19 for defined terms.

# 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>	MGC Pharmaceuticals Limited
<b>ABN</b>	30 116 800 269

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>	Nativ Segev
<b>Date of last notice</b>	30 January 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>	Direct & Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	1. Bright Global Limited (Director and sole shareholder) 2. HSBC Custody Nominees (Australia) Limited (Beneficiary)
<b>Date of change</b>	18 May 2018
<b>No. of securities held prior to change</b>	40,000,000 Fully Paid Ordinary Shares 20,000,000 Performance Shares  <b>Bright Global Limited</b> 12,500,000 Fully Paid Ordinary Shares  <b>HSBC Custody Nominee (Australia) Limited</b> Nil
<b>Class</b>	Conversion of Performance Rights into Ordinary Shares
<b>Number acquired</b>	N/A (off-market transfer of 52,500,000 ordinary shares from Mr Segev's direct holding and Bright Global Limited to HSBC Custody Nominees (Australia) Limited)
<b>Number disposed</b>	N/A (off-market transfer of 52,500,000 ordinary shares from Mr Segev's direct holding and Bright Global Limited to HSBC Custody Nominees (Australia) Limited)

+ See chapter 19 for defined terms.

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**Change of Director's Interest Notice**

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil consideration
<b>No. of securities held after change</b>	20,000,000 Performance Shares  HSBC Custody Nominee (Australia) Limited 52,500,000 Fully Paid Ordinary Shares
<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	Off-market transfer of shares been direct and indirect holding accounts

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

**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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

+ See chapter 19 for defined terms.