

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 30/9/2001.

VOCUS COMMUNICATIONS LIMITED
ACN 084 115 499

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	JAMES SPENCELEY
Date of last notice	11/12/15

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Director and sole shareholder of Spenceley Management Pty Ltd, the trustee of the Spenceley Family Superannuation Fund (of which Mr Spenceley is a member) and the Spenceley Family Trust (of which Mr Spenceley is a beneficiary)
Date of change	24 August 2016
No. of securities held prior to change	4,200,000 ordinary shares
Class	Ordinary shares
Number acquired	-
Number disposed	3,200,000
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Total consideration of \$26,663,518

+ See chapter 19 for defined terms.

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No. of securities held after change	4,200,000 ordinary shares
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	On and off market trades

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	The Facility previously disclosed (noted on last Appendix 3Y statement issued on 11/12/15) has not changed. The Facility is not a margin loan and therefore there are no margin calls.
Nature of interest	
Name of registered holder (if issued securities)	Spenceley Management Pty Ltd <Spenceley Family A/C>
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – +Closed period

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?	
If prior written clearance was provided, on what date was this provided?	

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