

## 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.

<b>Name of entity</b> PRYME OIL AND GAS LIMITED
ABN 75 117 387 354

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>	Timothy Ryan Messer
<b>Date of last notice</b>	31 August 2010

#### **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 and direct
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mr Messer is a director of Sourcerock Investments LLC
<b>Date of change</b>	6 December 2010
<b>No. of securities held prior to change</b>	<p><b>Ordinary Shares</b></p> <p>1. 2,506,925 – Sourcerock Investments LLC</p> <p>2. 60,000 – Direct</p> <p><b>American Depository Receipts</b></p> <p>1,110 (equivalent to 11,100 Ordinary shares) – Sourcerock Investments LLC</p> <p><b>Restricted Stock Units (RSUs)</b></p> <p>515,936 RSUs convertible into ordinary shares in the Capital of Pryme on a one for one basis; Subject to Continued employment with Pryme, 50% of the RSUs will vest on 1 January 2011 and the balance 50% will vest on 1 January 2012 – Direct</p>

+ See chapter 19 for defined terms.

<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	1. 313,366 2. 7,500
<b>Number disposed</b>	-
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	1. \$25,069.28 2. \$ 600
<b>No. of securities held after change</b>	<b>Ordinary Shares</b> 2,820,291 – Sourcerock Investments LLC 67,500 – Direct  <b>American Depository Receipts</b> 1,100 (equivalent to 11,100 Ordinary shares) – Sourcerock Investments LLC  <b>Restricted Stock Units (RSUs)</b> 515,936 RSUs convertible into ordinary shares in the Capital of Pryme on a one for one basis; Subject to Continued employment with Pryme, 50% of the RSUs will vest on 1 January 2011 and the balance 50% will vest on 1 January 2011 – Direct
<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	Participation in Non-Renounceable Rights Issue

**Part 2 – Change of director's interests in contracts – N/A**

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>	-
<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>	-

+ See chapter 19 for defined terms.