

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.

Name of entity	Ausenco Limited
ABN	31 114 541 114

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	Lulezim Hysni Meka (Zimi Meka)
Date of last notice	1 June 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.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	N/A
Date of change	21 March 2011
No. of securities held prior to change	<p>Direct</p> <p>A. Ordinary Shares</p> <ul style="list-style-type: none"> • 301,034 Mr Zimi Meka <p>B. Executive Options</p> <ul style="list-style-type: none"> • 333,333 Mr Zimi Meka <p>C. Performance Rights</p> <ul style="list-style-type: none"> • 251,033 Mr Zimi Meka <p>Indirect</p> <p>A. Ordinary Shares</p> <ul style="list-style-type: none"> • 409,398 ELM Superannuation Fund • 6,999,689 Lemae Pty Ltd • 20,814 Mrs Edie Meka • 7,775,150 Baze Pty Ltd
Class	Ordinary Shares
Number acquired	Ordinary Shares 441,105
Number disposed	

+ See chapter 19 for defined terms.

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<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$333,333</p>
<p>No. of securities held after change</p>	<p>Direct</p> <p>A. Ordinary Shares</p> <ul style="list-style-type: none"> • 742,139 Mr Zimi Meka <p>B. Executive Options</p> <ul style="list-style-type: none"> • Nil Mr Zimi Meka <p>C. Performance Rights</p> <ul style="list-style-type: none"> • 67,118 Mr Zimi Meka <p>Indirect</p> <p>A. Ordinary Shares</p> <ul style="list-style-type: none"> • 409,398 ELM Superannuation Fund • 6,999,689 Lemae Pty Ltd • 20,814 Mrs Edie Meka • 7,775,150 Baze Pty Ltd
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Exercise of options</p> <p>333,333 Ordinary shares acquired in satisfaction of options granted on 27 April 2006 which vested on 27 April 2008 and 27 April 2009. Acquired pursuant to the Ausenco Executive Options Plan.</p> <p>Exercise of performance rights</p> <p>107,772 Ordinary shares acquired in satisfaction of performance rights granted on 18 December 2006, 19 February 2008 and 31 March 2009 which vested on 18 December 2010, 19 February 2010 and 17 March 2011. Acquired pursuant to the Ausenco Performance Rights Plan.</p> <p>Performance rights forfeited</p> <p>76,143 2010 Performance rights previously allocated as equity compensation benefit for the Chief Executive Officer pursuant to the Ausenco Performance Rights Plan have been forfeited due to the hurdles for granting not being met.</p>

+ See chapter 19 for defined terms.

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	
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 <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	

+ See chapter 19 for defined terms.