Rule 3.19A.2

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	**Marindi Metals Limited**
ABN	**84 118 522 124**

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	Ross Ernest Ashton
Date of last notice	6th August 2015

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

Direct or Indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Registered holder: Freshwater Resources Pty Ltd <The Ashton Superfund A/C>. (Mr Ashton is a director of the registered holder and a beneficiary of the super fund.)
Date of change	10th August 2015 – 12th August 2015
No. of securities held prior to change	36,189,987 ordinary fully paid shares; and 7,500,000 options expiring on 31 December 2019 and exercisable at the $0.025; and 6,031,664 options exercisable at $0.02 before 31 December 2017
Class	Ordinary Fully Paid Shares and; Options exercisable at $0.02 before 31 December 2016
Number acquired	10th August 2015 – 1,550,000 Ordinary Fully Paid Shares and; 11th August 2015 – 1,850,000 Ordinary fully paid shares 12th August 2015 - 12,936,700 Ordinary fully paid shares and 6,468,350 options exercisable at $0.02 before 31 December 2016

+ See chapter 19 for defined terms.

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Number disposed	Nil.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$169,814.96
No. of securities held after change	52,526,687 ordinary fully paid shares; and 12,500,014 options exercisable at $0.02 before 31 December 2016 7,500,000 options expiring on 31 December 2019 and exercisable at the $0.025; and
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	10th and 11th August 2015 – On market trade 12th August Underwritten shortfall Entitlement issue as per prospectus dated 8th July 2015

Part 2 – Change of director's interests in contracts

Detail of contract	Not Applicable.
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 Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
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?	

+ See chapter 19 for defined terms.

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