

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

Name of entity PILBARA RESOURCES LIMITED
ABN 95 112 425 788

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	Kenneth Edward Brinsden
Date of last notice	2 April 2019

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	A: Direct B: Indirect C: Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	A: Ken Brinsden B: Brinsden Holdings Pty Ltd <Brinsden Investment Trust> C: Fiona Brinsden
Date of change	21 August 2019

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<p>A: 316,922 Performance Rights, which will vest subject to vesting conditions being satisfied during a 2-year vesting period ending on 30 June 2019.</p> <p>271,493 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2021.</p> <p>B: 6,615,000 Ordinary Shares</p> <p>1,321,100 unlisted options with an expiry date of 31 December 2021 and an exercise price of \$0.884</p> <p>C: 1,000,000 Ordinary Shares</p>
<p>Class</p>	<p>(Acquired): Ordinary Shares</p> <p>(Disposed): Unlisted Performance Rights - with a 2-year vesting period ended on 30 June 2019, issued under the Company's FY2018 executive remuneration framework pursuant to the Company's Employee Award Plan and approved by Shareholders at the Company's Annual General Meeting held on 23 November 2017 (FY18 Performance Rights)</p>
<p>Number acquired</p>	<p>A: 223,165 Ordinary Shares (upon vesting and exercise of FY18 Performance Rights)</p>
<p>Number disposed</p>	<p>A: 223,165 FY18 Performance Rights (upon vesting and exercise and conversion to Ordinary Shares).</p> <p>A: 93,757 FY18 Performance Rights (forfeited as the applicable vesting conditions were not met).</p>
<p>Value/Consideration</p> <p>Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Nil.</p>
<p>No. of securities held after change</p>	<p>A: 223,165 Ordinary Shares</p> <p>A: 271,493 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2021.</p> <p>B: 6,615,000 Ordinary Shares</p> <p>1,321,100 unlisted options with an expiry date of 31 December 2021 and an exercise price of \$0.884</p> <p>C: 1,000,000 Ordinary Shares</p>
<p>Nature of change</p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Vesting and Exercise of FY18 Performance Rights and forfeiture of FY18 Performance Rights.</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	

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

⁺ See chapter 19 for defined terms.