

Company Announcements Office
Australian Securities Exchange
20 Bridge Street
SYDNEY NSW 2000

2 April 2019

Dear Sir/Madam

APPENDIX 3Y – MR KEN BRINSDEN

Please find attached Appendix 3Y “Change of Director’s Interest Notice” for Mr Ken Brinsden, that relates to the exercise of options and sale of securities that occurred during the period 28 March 2019 to 2 April 2019.

Mr Brinsden and his related entities have exercised a total of 15 million options (exercisable at 40c and due to expire on 16 May 2019) and sold a total of 8,254,565 ordinary shares. Proceeds from the sale of these shares were used to fund the exercise of the options.

Mr Brinsden and his related entities retain a total of 7,615,000 ordinary shares in the Company as at today’s date.

Yours sincerely



Alex Eastwood
Company Secretary
For and on behalf of Pilbara Minerals Limited

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	8 March 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	28 March 2019 to 2 April 2019

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<p>No. of securities held prior to change</p>	<p>A: 869,565 Ordinary Shares; 316,922 Performance Rights, which will vest subject to vesting conditions being satisfied during a 2-year vesting period ending on 30 June 2019. 271,493 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2021. B: 14,000,000 unlisted options with an expiry date of 16 May 2019 and an exercise price of \$0.40. 1,321,100 unlisted options with an expiry date of 31 December 2021 and an exercise price of \$0.884 C: 1,000,000 unlisted options with an expiry date of 16 May 2019 and an exercise price of \$0.40</p>
<p>Class</p>	<p>Ordinary Shares Unlisted options with an expiry date of 16 May 2019 at an exercise price of \$0.40 (Options)</p>
<p>Number acquired</p>	<p>B: 14,000,000 Ordinary Shares (upon exercise of Options) C: 1,000,000 Ordinary Shares (upon exercise of Options)</p>
<p>Number disposed</p>	<p>A: Sold 869,565 Ordinary Shares on 28 March 2019 B: Exercised 14,000,000 Options on 29 March 2019. B: Sold 7,385,000 Ordinary Shares on 29 March 2019 and 1 April 2019 C: Exercised 1,000,000 Options on 2 April 2019</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>A: \$626,836.98 received for the on market sale of 869,565 Ordinary Shares B: \$5,600,000 paid for the exercise of 14,000,000 Options B: \$5,618,805.16 received for the on market sale of 7,385,000 Ordinary Shares C: \$400,000 paid for the exercise of 1,000,000 Options</p>
<p>No. of securities held after 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. 271,493 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2021. B: 6,615,000 Ordinary Shares 1,321,100 unlisted options with an expiry date of 31 December 2021 and an exercise price of \$0.884 C: 1,000,000 Ordinary Shares</p>

+ See chapter 19 for defined terms.

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>	Sale of ordinary shares and exercise of Options.
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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?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	28 March 2019

+ See chapter 19 for defined terms.