

# 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

<b>Name of entity</b>	<b>MALACHITE RESOURCES LIMITED</b>
<b>ABN</b>	<b>86 075 613 268</b>

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>	<b>James Dean</b>
<b>Date of last notice</b>	<b>3 December 2014</b>

### 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>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	AGIO Capital Corporation Limited (NZ Company No. 1805740) as trustee of The Dean Family NZ Trust. Mr. Dean is a beneficiary of The Dean Family NZ Trust  Construction Equipment Finance Limited <The Futura A/C>. Mr. Dean is sole Director.
<b>Date of change</b>	19 May 2015 – shares acquired 25 May 2015 – options expired

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+ See chapter 19 for defined terms.

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<b>No. of securities held prior to change</b>	<p>11,936,508 fully paid Ordinary Shares  25,600,214 fully paid Ordinary Shares</p> <p>1,500,000 Options @ 5.0 cents expiry 25 May 2015  1,500,000 Options @ 7.5 cents expiry 25 May 2015</p> <p>1 Convertible Note on the following terms:</p> <ul style="list-style-type: none"> <li>• Issue Price of each Note - \$50,000;</li> <li>• Term of Notes – 5 October 2015;</li> <li>• Interest Rate – 15% per annum;</li> <li>• Conversion – at the election of Noteholders at any time; and</li> <li>• Conversion Price – Lesser of or \$0.015 or 20% discount to the 30 Day VWAP at the time of conversion.</li> </ul>
<b>Class</b>	<p>Ordinary Shares</p> <p>Options @ 5.0 cents expiry 25 May 2015  Options @ 7.5 cents expiry 25 May 2015</p>
<b>Number acquired</b>	2,000,000 Ordinary Shares
<b>Number disposed</b>	<p>1,500,000 Options @ 5.0 cents expired 25 May 2015 not exercised  1,500,000 Options @ 7.5 cents expired 25 May 2015 not exercised</p>
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$10,000 – acquisition of shares
<b>No. of securities held after change</b>	<p>13,936,508 fully paid Ordinary Shares  25,600,214 fully paid Ordinary Shares</p> <p>1 Convertible Note on the following terms:</p> <ul style="list-style-type: none"> <li>• Issue Price of each Note - \$50,000;</li> <li>• Term of Notes – 5 October 2015;</li> <li>• Interest Rate – 15% per annum;</li> <li>• Conversion – at the election of Noteholders at any time; and</li> <li>• Conversion Price – Lesser of or \$0.015 or 20% discount to the 30 Day VWAP at the time of conversion.</li> </ul>
<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	<p>Shares - Participation in Share Purchase Plan</p> <p>Options – Expired – not exercised.</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.

<b>Detail of contract</b>	NIL
<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> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

26 May 2015

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<sup>+</sup> See chapter 19 for defined terms.