



5 September 2012

The Manager
ASX Market Announcements
ASX Limited
Level 4, 20 Bridge Street
Sydney NSW 2000

Dear Sir

CHANGE IN DIRECTOR'S INTEREST NOTICE

Perseus Mining Limited (ASX: PRU) advises a change in the securities holding of the Company's Managing Director, Mr Mark Calderwood. Mr Calderwood has advised that the part sale of his Perseus holding was for the purposes of reducing his personal debt.

Yours faithfully

Susmit Shah
Company Secretary

Perseus Mining Limited

ABN 27 106 808 986

Level 2, 437 Roberts Road Subiaco WA 6008

Telephone: +61 8 6144 1700

Email: info@perseusmining.com

PO Box 1578 Subiaco WA 6008

Facsimile: +61 8 6144 1799

Website: www.perseusmining.com

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	PERSEUS MINING LIMITED
ABN	27 106 808 986

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	MARK ANDREW CALDERWOOD
Date of last notice	06/07/2010

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 and Indirect Interest
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>		Amery Holdings Pty Ltd ATF the Calderwood Superannuation Fund in which Mr Calderwood is a beneficiary.
Date of change		31/08/2012, 03/09/2012, 04/09/2012
No. of securities held prior to change	Class	Held in the name of
4,480,000	Ordinary fully paid shares	Mark Andrew Calderwood
120,000	Ordinary fully paid shares	Amery Holdings Pty Ltd

Number acquired	Nil	
Number disposed	1,000,000	Ordinary fully paid shares
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$2,503,170.30	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	Class	Held in the name of
3,480,000	Ordinary fully paid shares	Mark Andrew Calderwood
120,000	Ordinary fully paid shares	Amery Holdings Pty Ltd

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Sales of shares on market.
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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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

+ See chapter 19 for defined terms.

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.