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 30/09/01 Amended 01/01/11

Name of entity Havilah Resources Limited
ABN 39 077 435 520

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	Paul Stratford Mertin
Date of last notice	10 March 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

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Shares and listed options held by PS Mertin.
Date of change	9 December 2015 and 15 December 2015
No. of securities held prior to change	107,775 Fully paid ordinary shares. 1,575 Listed options with an exercise price of \$0.30 per option on or before 30 June 2017.
Class	HAV – Fully paid ordinary shares. HAVO - Listed options.
Number acquired	HAV – 60,000 Fully paid ordinary shares. 600,000 Unlisted options with an exercise price of \$0.36 per option on or before 15 December 2018.
Number disposed	Nil

+ See chapter 19 for defined terms.

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	HAV - $15,000.00. Unlisted options – non-cash – estimated valuation of $72,000 (Based on Black Scholes model).
No. of securities held after change	167,775 Fully paid ordinary shares. 1,575 Listed options with an exercise price of $0.30 per option on or before 30 June 2017. 600,000 Unlisted options with an exercise price of $0.36 per option on or before 15 December 2018.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares acquired via Share Purchase Plan subscription pursuant to announcement to ASX on 15 October 2015. Grant of unlisted options to Director (or nominee) approved by shareholders at Annual General Meeting (9 December 2015).

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	Not Applicable.
Nature of interest	Not Applicable.
Name of registered holder (if issued securities)	Not Applicable.
Date of change	Not Applicable.
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	Not Applicable.
Interest acquired	Not Applicable.
Interest disposed	Not Applicable.
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not Applicable.
Interest after change	Not Applicable.

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?	Not Applicable.
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not Applicable.
If prior written clearance was provided, on what date was this provided?	Not Applicable.

+ See chapter 19 for defined terms.