*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

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|---|---|
| **Name of entity** | **Crest Minerals Limited** |
| **ABN** | **50 150 015 446** |

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.

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| **Name of Director** | Angus Middleton |
| **Date of last notice** | 24 June 2013 |

**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.

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| **Direct or indirect interest** | Direct and Indirect |
| **Nature of indirect interest (including registered holder)**<br>Note: Provide details of the circumstances giving rise to the relevant interest. | Director and shareholder of Tornado Nominees Pty Ltd and beneficiary of AJLM Trust and Angus Middleton Super Fund.<br><br>Director and shareholder of Moonlake Pty Ltd and as such directs their activities.<br><br>CA Middleton – spouse. |
| **Date of change** | 24 June 2013, 25 June 2013 and 27 June |
| **No. of securities held prior to change** | |
| Tornado Nominees Pty Ltd ATF AJLM Trust. | 190,000 ordinary shares. |
| Tornado Nominees Pty Ltd ATF Angus Middleton Super Fund. | 281,078 ordinary shares. |
| Moonlake Pty Ltd ATF CA Middleton Super Fund. | 76,421 ordinary shares. |
| Tornado Nominees Pty Ltd ATF AJLM Trust. | 1,000,000 unlisted director options exercisable at $0.19 on or before 22 November 2016. |

+ See chapter 19 for defined terms.

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| **Class** | 1. Ordinary shares<br>2. Listed options exercisable at $0.06 on or before 30 November 2014. |
| **Number acquired** | 1. Shares<br>a. 55,000 – on market<br>b. 310,000 – rights issue entitlement<br>c. 1,150,000 – rights issue director sub-underwriting<br>2. Listed options - 486,667 |
| **Number disposed** | Nil |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and estimated valuation | 1. Shares<br>a. $2,918.38<br>b. $18,600.00<br>c. $69,000.00<br>2. Listed options - Nil |
| **No. of securities held after change** | |
| Tornado Nominees Pty Ltd ATF AJLM Trust. | - 630,000 ordinary shares.<br>- 146,667 listed options exercisable at $0.06 on or before 30 November 2014.<br>- 1,000,000 unlisted director options exercisable at $0.19 on or before 22 November 2016. |
| Tornado Nominees Pty Ltd ATF Angus Middleton Super Fund. | - 1,213,333 ordinary shares.<br>- 307,778 listed options exercisable at $0.06 on or before 30 November 2014. |
| Moonlake Pty Ltd ATF CA Middleton Super Fund. | - 173,088 ordinary shares.<br>- 32,222 listed options exercisable at $0.06 on or before 30 November 2014. |
| A Middleton | - 36,078 ordinary shares. |
| CA Middleton | - 10,000 ordinary shares. |
| **Nature of change**<br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | 1. Shares<br>a. 55,000 – on market purchase<br>b. 310,000 – rights issue entitlement<br>c. 1,150,000 – rights issue director sub-underwriting<br>2. Listed options - 486,667 issued under 1 for 3 non-renounceable rights issue |

## 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.

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| **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**<br>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**<br>Note: If consideration is non-cash, provide details and an estimated valuation | Not Applicable |
| **Interest after change** | Not Applicable |

## Part 3 – +Closed period

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| **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?** | Not Applicable |
| **If prior written clearance was provided, on what date was this provided?** | Not Applicable |

+ See chapter 19 for defined terms.