

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	Talga Resources Ltd
ABN	32 138 405 419

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 Thompson
Date of last notice	1 December 2014

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	Indirect Interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	(1) Via Lateral Minerals Pty Ltd ATF Sungold Superannuation Account, a Company in which Mr Thompson has a relevant interest, and (2) Via Lateral Minerals Pty Ltd ATF the Thompson Family Trust, a Company in which Mr Thompson has a relevant interest
Date of change	1 and 2 December 2015

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<u>Indirect</u> (1) 1,406,841 Ordinary Shares 63,947 \$0.35 Listed Options (expiry 30/11/15) (2) 12,800,000 Ordinary Shares 400,000 \$0.35 Listed Options (expiry 30/11/15)
Class	(1) \$0.35 63,947 Listed Options (expiry 30/11/15) (2) \$0.35 400,000 Listed Options (expiry 30/11/15) \$0.60 4,500,000 Unlisted Options (expiry 4/10/18)
Number acquired	(1) 63,947 fully paid Ordinary Shares on exercise of Listed Options (2) 4,500,000 Unlisted Options (expiry 4/10/18)
Number disposed	(1) 63,947 Listed Options (expiry 30/11/15) - exercised (2) 400,000 Listed Options (expiry 30/11/15) - expired
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(1) \$22,381.45 (2) Nil (4,500,000 Unlisted Options) Nil (400,000 expired Listed Options)
No. of securities held after change	<u>Indirect</u> (1) 1,470,788 Ordinary Shares (2) 12,800,000 Ordinary Shares \$0.60 4,500,000 Unlisted Options (expiry 4/10/18)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	(1) Exercise of 63,947 Listed Options (2) Expiry of 400,000 Listed Options \$0.60 4,500,000 Unlisted Options issued following shareholder approval at the Company Annual General Meeting held 27 November 2015

+ 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.

Detail of contract	N/A
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 Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
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?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.