

12 December 2019

ASX Market Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

RE: LATE LODGEMENT OF APPENDIX 3Zs - FINAL DIRECTOR'S INTEREST NOTICE and APPENDIX 3X - INITIAL DIRECTOR'S INTEREST NOTICE

Dear Sir/Madam

I refer to the changes to the Board of Directors of Xanadu Mines Ltd (**ASX:XAM**) (**Xanadu Mines** or the **Company**) as set out in the Company's ASX Announcements dated:

- 18 October 2019, advising the resignation of Ms. Hannah Badenach as a non-executive director, the appointment of Mr. Stephen Motteram as a non-executive director of the Company, with effect from 1 November 2019; and
- 28 November 2019, advising the resignation of Dr. Darryl Clark as Chairman and non-executive director and the appointment of Mr. Colin Moorhead as Chairman and non-executive director of the Company, with effect from that date.

Attached are the Appendix 3Zs for Ms. Hannah Badenach and Dr. Darryl Clark, and an Appendix 3X for Mr. Stephen Motteram.

For the purposes of Listing Rule 18.7, Xanadu Mines provides the following information:

1. The attached Appendix 3Zs and Appendix 3X were lodged late due to an administrative oversight by the Company's retained professional external Company Secretarial services provider. As soon as the oversight was identified, the attached Appendix 3Zs and Appendix 3X were lodged with the ASX.
2. Xanadu Mines Ltd has the following arrangements in place under listing rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A:
 - a) the Company and its directors are aware of their obligations under the listing rules including listing rules 3.19A and 3.19B;
 - b) the Company also retains professional external Company Secretarial services to support compliance with exchange notifications; and
 - c) in accordance with listing rule 3.19B and Guidance Note 22, Xanadu Mines enters into Disclosure of Director's Interests Agreements with each of its directors when they are appointed to the Xanadu Mines Board, which are regularly reviewed and formally updated at each meeting of the Board.
3. Xanadu Mines confirms that following this incident, the Company has reviewed its processes and believes that its disclosure arrangements are adequate and are being enforced and that this was an isolated incident which does not involve any substantive breach of the ASX Listing Rules.

Yours sincerely,



Phil Mackey
Company Secretary

Authorised for Lodgment by:
Phil Mackey, Company Secretary

Appendix 3Z

Final 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 30/9/2001.

Name of entity	Xanadu Mines Ltd
ABN	92 114 249 026

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Hannah Badenach
Date of last notice	10 December 2015
Date that Director ceased to be director	1 November 2019

Part 1 - Director's relevant interests in securities of which the director is the registered holder

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.

Number & class of securities
Fully paid ordinary shares: 422,824

Part 2 - Director's relevant interests in securities of which the director is not the registered holder

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.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest	Number & class of securities
James Polson - Spouse	Fully paid ordinary shares: 978,000

Appendix 3Z
Final Director's Interest Notice

Part 3 - Director's interests in contracts

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.

Appendix 3Z

Final 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 30/9/2001.

Name of entity	Xanadu Mines Ltd
ABN	92 114 249 026

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Darryl Clark
Date of last notice	15 July 2019
Date that Director ceased to be director	29 November 2019

Part 1 - Director's relevant interests in securities of which the director is the registered holder

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.

Number & class of securities
Nil

Part 2 - Director's relevant interests in securities of which the director is not the registered holder

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.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest	Number & class of securities
Mrs Undarmaa Baatarchuluun- Spouse	Fully paid ordinary shares: 2,223,650

Appendix 3Z
Final Director's Interest Notice

Part 3 - Director's interests in contracts

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.

Appendix 3X

Initial 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 30/9/2001.

Name of entity	Xanadu Mines Ltd
ABN	92 114 249 026

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Stephen Motteram
Date of appointment	1 November 2019

Part 1 - Director's relevant interests in securities of which the director is the registered holder

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.

Number & class of securities
Nil

Appendix 3X
Initial Director's Interest Notice

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest	Number & class of Securities
Note: Provide details of the circumstances giving rise to the relevant interest.	
Nil	

Part 3 – 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
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.