

# 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

<b>Name of entity</b>	<b>ANDROMEDA METALS LIMITED</b>
<b>ABN</b>	<b>75 061 503 375</b>

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.

<b>Name of Director</b>	Andrew Nicholas Shearer
<b>Date of last notice</b>	29 December 2020

### 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.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Valas Investments Pty Ltd
<b>Date of change</b>	27 July 2021

+ See chapter 19 for defined terms.

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<p><b>No. of securities held prior to change</b></p>	<p><u>Direct</u></p> <ul style="list-style-type: none"> <li>• Nil</li> </ul> <p><u>Indirect</u></p> <ul style="list-style-type: none"> <li>• 10,991,019 ordinary shares</li> <li>• 8,000,000 unlisted options with an exercise price of \$0.064 and an expiry date of 28 November 2022</li> <li>• 3,500,000 unlisted options with an exercise price of \$0.075 and an expiry date of 28 November 2023, and which vest 12 months after the 2019 AGM as long as Mr Shearer is still a director of ADN at that time</li> <li>• 2,250,000 unlisted performance rights subject to vesting criteria and expiring on 23 December 2023</li> </ul>
<p><b>Class</b></p>	<p>Ordinary Shares</p>
<p><b>Number acquired</b></p>	<p>146,185</p>
<p><b>Number disposed</b></p>	<p>Nil</p>
<p><b>Value/Consideration</b>  <small>Note: If consideration is non-cash, provide details and estimated valuation</small></p>	<p>\$0.15 per share</p>
<p><b>No. of securities held after change</b></p>	<p><u>Direct</u></p> <ul style="list-style-type: none"> <li>• Nil</li> </ul> <p><u>Indirect</u></p> <ul style="list-style-type: none"> <li>• 11,137,204 ordinary shares</li> <li>• 8,000,000 unlisted options with an exercise price of \$0.064 and an expiry date of 28 November 2022</li> <li>• 3,500,000 unlisted options with an exercise price of \$0.075 and an expiry date of 28 November 2023, and which vest 12 months after the 2019 AGM as long as Mr Shearer is still a director of ADN at that time</li> <li>• 2,250,000 unlisted performance rights subject to vesting criteria and expiring on 23 December 2023</li> </ul>
<p><b>Nature of change</b>  <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small></p>	<p>Participation in Share Purchase Plan.</p>

+ 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.

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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