

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	MOD Resources Limited
ABN	78 003 103 544

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	Julian Hanna
Date of last notice	6 May 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	Direct and Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Julian Hanna is a trustee and beneficiary of the J Hanna Superannuation Fund Patricia Hanna is the spouse of Julian Hanna
Date of change	27 October 2014
No. of securities held prior to change	Direct 4,000,000 unlisted \$0.20 options expiring 12 June 2016 Indirect J Hanna Superannuation Fund 1,400,000 fully paid ordinary shares Patricia Hanna 4,000,000 unlisted \$0.20 options expiring 12 June 2016

+ See chapter 19 for defined terms.

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Class	Fully paid ordinary shares
Number acquired	(a) 16,250,000 fully paid ordinary shares (b) 6,572,090 fully paid ordinary shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(a) \$130,000 (b) \$52,576
No. of securities held after change	<p>Direct</p> <p>4,000,000 unlisted \$0.20 options expiring 12 June 2016</p> <p>Indirect</p> <p>J Hanna Superannuation Fund 17,650,000 fully paid ordinary shares</p> <p>Patricia Hanna 4,000,000 unlisted \$0.20 options expiring 12 June 2016 6,572,090 fully paid ordinary shares</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<p>Issue of shares pursuant to;</p> <p>(a) participation in a placement and (b) for amounts payable</p> <p>following shareholder approval at the general meeting held on 20 October 2014</p>

Part 2 – Change of director's interests in contracts – N/A

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
Date of change	N/A
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	N/A

+ See chapter 19 for defined terms.

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Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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Name of entity	MOD Resources Limited
ABN	78 003 103 544

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	Simon Lee
Date of last notice	6 June 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	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Phoenix Properties International Pty Ltd is a Trustee of the Wellington Place Property Trust. Simon Lee is not a director, shareholder or involved in the management of Phoenix Properties International Pty Ltd as trustee for the Wellington Place Property Trust. However, he is a direct and indirect contingent beneficiary of this trust.
Date of change	31 October 2014
No. of securities held prior to change	Indirect Phoenix Properties International Pty Ltd - 92,906,477 fully paid shares
Class	Fully paid ordinary shares
Number acquired	18,750,000 fully paid ordinary shares

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Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$150,000
No. of securities held after change	Direct 18,750,000 fully paid shares Indirect Phoenix Properties International Pty Ltd 92,906,477 fully paid shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of shares pursuant to participation in a placement following shareholder approval at the general meeting held on 20 October 2014.

Part 2 – Change of director's interests in contracts – N/A

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
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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
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If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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ABN	78 003 103 544

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 Clements
Date of last notice	13 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.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Mark Clements is a director and beneficiary of Balion Pty Ltd <ATF Clements Family Trust>
Date of change	27 October 2014
No. of securities held prior to change	Direct 84,420 ordinary fully paid shares Indirect Balion Pty Ltd <ATF Clements Family Trust> 1,663,717 ordinary fully paid shares 5,000,000 unlisted \$0.20 options expiring 12 June 2016
Class	Fully paid ordinary shares

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Number acquired	6,325,000 fully paid ordinary shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$50,600
No. of securities held after change	<p>Direct</p> <p>84,420 ordinary fully paid shares</p> <p>Indirect</p> <p>Balion Pty Ltd <ATF Clements Family Trust> 7,988,717 ordinary fully paid shares</p> <p>5,000,000 unlisted \$0.20 options expiring 12 June 2016</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of shares for amounts payable following shareholder approval at the general meeting held on 20 October 2014

Part 2 – Change of director's interests in contracts – N/A

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
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A

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Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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