

## 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: Primero Group Limited</b>
<b>ABN: 96 149 964 045</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>	<b>Brett Richard Grosvenor</b>
<b>Date of last notice</b>	6 March 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.	Salvador Consulting Pty Ltd as trustee for the B&U Family Trust of which Mr Grosvenor is beneficiary.
<b>Date of change</b>	27 November 2020
<b>No. of securities held prior to change</b>	<b>Indirect</b>  9,135,177 ordinary shares  200,000 unlisted options. Each option has no exercise price, vests on 3 December 2021, expiring 3 December 2023.  200,000 unlisted options. Each option has an exercise price of \$0.558, vests on 3 December 2021, expiring 3 December 2022.  438,158 unlisted options. Each option has no exercise price, vests on 25 November 2022, expiring 25 November 2023.

+ See chapter 19 for defined terms.

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<b>Class</b>	Unlisted Options
<b>Number acquired</b>	601,952 unlisted options. Each option has no exercise price, vests on 30 November 2023, expiring on 30 November 2024.
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A (see below)
<b>No. of securities held after change</b>	<p><b>Indirect</b></p> <p>9,135,177 ordinary shares</p> <p>200,000 unlisted options. Each option has no exercise price, vests on 3 December 2021, expiring 3 December 2023.</p> <p>200,000 unlisted options. Each option has an exercise price of \$0.558, vests on 3 December 2021, expiring 3 December 2022.</p> <p>438,158 unlisted options. Each option has no exercise price, vests on 25 November 2022, expiring 25 November 2023.</p> <p>601,952 unlisted options. Each option has no exercise price, vests on 30 November 2023, expiring on 30 November 2024.</p>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<p>Issue of options under Primero's Employee Incentive Plan as part of his remuneration package for the 2021 financial year. The issue was approved by shareholders at Primero's 2020 Annual General Meeting.</p> <p>The Options are granted subject to, the rules of the Employee Incentive Plan as approved by Shareholders Primero's 2020 Annual General Meeting. Each Option is subject to achievement of performance and vesting conditions.</p>

## 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>	N/A
<b>Nature of interest</b>	N/A

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

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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

Date: 27 November 2020

This notice is authorised by Ryan McFarlane, Chief Financial Officer

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<sup>+</sup> See chapter 19 for defined terms.