

## 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> PILBARA MINERALS LIMITED
<b>ABN</b> 95 112 425 788

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>	Kenneth Edward Brinsden
<b>Date of last notice</b>	4 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>	A: Direct B: Indirect C: Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	A: Ken Brinsden B: Brinsden Holdings Pty Ltd <Brinsden Investment Trust> C: Fiona Brinsden
<b>Date of change</b>	6 January 2021

+ See chapter 19 for defined terms.

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<p><b>No. of securities held prior to change</b></p>	<p>A: 223,165 Ordinary Shares</p> <p>271,493 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2021.</p> <p>B: 7,029,299 Ordinary Shares</p> <p>1,321,100 unlisted options with an expiry date of 31 December 2021 and an exercise price of \$0.884 which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2021.</p> <p>4,210,526 unlisted options with an expiry date of 31 December 2022 and an exercise price of \$0.4149, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2022.</p> <p>578,452 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2022</p> <p>3,130,435 unlisted options with an expiry date of 1 May 2023 and an exercise price of \$0.375, which will vest subject to vesting conditions being satisfied during the following vesting periods:</p> <p style="padding-left: 40px;">Tranche 1 (40% of options) – vesting period ending on 31 October 2021;</p> <p style="padding-left: 40px;">Tranche 2 (60% of options) – vesting period ending on 31 October 2022.</p> <p>2,072,539 unlisted options with an expiry date of 31 December 2024 and an exercise price of \$0.2854, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending 30 June 2023.</p> <p>1,051,156 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2023.</p> <p>C: 1,000,000 Ordinary Shares</p>
<p><b>Class</b></p>	<p>B: Ordinary Shares</p>
<p><b>Number acquired</b></p>	<p>B: 62,620 Ordinary Shares on 6 January 2021</p>
<p><b>Number disposed</b></p>	<p>Nil</p>

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<p><b>Value/Consideration</b></p> <p>Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>B: As detailed in the Company's Appendix 3G lodged on 5 January 2021, Mr Brinsden was issued share rights in lieu of 25% of his salary which was sacrificed for the month of December 2020.</p> <p>In return for salary sacrificed, each share right automatically vested into one ordinary fully paid share in the Company on 6 January 2021.</p>
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<p><b>No. of securities held after change</b></p>	<p>A: 223,165 Ordinary Shares</p> <p>271,493 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2021.</p> <p>B: 7,091,919 Ordinary Shares</p> <p>1,321,100 unlisted options with an expiry date of 31 December 2021 and an exercise price of \$0.884 which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2021.</p> <p>4,210,526 unlisted options with an expiry date of 31 December 2022 and an exercise price of \$0.4149, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2022.</p> <p>578,452 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2022</p> <p>3,130,435 unlisted options with an expiry date of 1 May 2023 and an exercise price of \$0.375, which will vest subject to vesting conditions being satisfied during the following vesting periods:</p> <p style="padding-left: 40px;">Tranche 1 (40% of options) – vesting period ending on 31 October 2021;</p> <p style="padding-left: 40px;">Tranche 2 (60% of options) – vesting period ending on 31 October 2022.</p> <p>2,072,539 unlisted options with an expiry date of 31 December 2024 and an exercise price of \$0.2854, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending 30 June 2023.</p> <p>1,051,156 Performance Rights, which will vest subject to vesting conditions being satisfied during a 3-year vesting period ending on 30 June 2023.</p> <p>C: 1,000,000 Ordinary Shares</p>
<p><b>Nature of change</b></p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>B: Automatic exercise of Share Rights on 6 January 2021.</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> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

**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

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