Rule 3.19A.2
Rule 3.19A.2

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: BlackEarth Minerals NL
ABN: 66 610 168 191

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	Tom Revy
Date of last notice **Date of this notice**	18/1/2021 19/5/2021

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	**Direct** Thomas Revy
Date of change	13 - 18/5/2021
No. of securities held prior to change	**Direct** 1,292,426 ordinary fully paid shares 4,000,000 Performance Rights as approved by shareholders on 30 November 2018 4,000,000 Performance Rights as approved by shareholders on 11 January 2021 **Indirect 1** 2,880,000 ordinary fully paid shares 2,000,000 partly paid shares paid to $0.0001 and unpaid $0.0599

+ See chapter 19 for defined terms.

Class	1. Partly paid shares and 2. Ordinary Shares
Number acquired	1. 2 cent Call paid on 2,000,000 partly paid shares 2. 1,800,000 Ordinary shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	1. Partly paid shares - $40,000 2. Ordinary Shares - nil
No. of securities held after change	**Direct** 3,092,426 ordinary fully paid shares 4,000,000 Performance Rights as approved by shareholders on 30 November 2018 2,200,000 Performance Rights as approved by shareholders on 11 January 2021 **Indirect 1** 2,880,000 ordinary fully paid shares 2,000,000 partly paid shares paid to $0.0201 and unpaid $0.0399
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1. Payment of 2 cents call on partly paid shares on 2,000,000 partly paid shares at a cost of $40,000 and pursuant to the Company's notice of call published on 7 May 2021 and 2. Exercise of vested Performance Rights as approved by shareholders at the 2020 AGM

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.

Detail of contract	
Nature of interest	

Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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

+ See chapter 19 for defined terms.

Rule 3.19A.2
Rule 3.19A.2

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: BlackEarth Minerals NL
ABN: 66 610 168 191

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	George Bauk
Date of last notice **Date of this notice**	23/02/2021 19/5/2021

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	Indirect 1
Nature of indirect interest **(including registered holder)** Note: Provide details of the circumstances giving rise to the relevant interest.	**Indirect 1** Totode Pty Ltd <Hindmarsh Investments A/C> of which George Bauk is a beneficiary
Date of change	18/5/21
No. of securities held prior to change	**Indirect 1** 1,530,341 ordinary fully paid shares 250,000 partly paid shares paid to $0.0001 and unpaid $0.0599 2,000,000 Performance Rights as approved by shareholders on 30 November 2018 1,400,000 Performance Rights expiring 18/1/2025
Class	Ordinary Shares

Number acquired	250,000 Ordinary Shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$14,975
No. of securities held after change	**Indirect 1** 1,780,341 ordinary fully paid shares 2,000,000 Performance Rights as approved by shareholders on 30 November 2018 1,400,000 Performance Rights as approved by shareholders on 11 January 2021
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Payment of the balance of 250,000 partly paid shares and for these to now rank as fully paid ordinary shares. Cost of $14,975

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.

Detail of contract	
Nature of interest	
Name of registered holder **(if issued securities)**	
Date of change	
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	
Interest acquired	
Interest disposed	

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

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

+ See chapter 19 for defined terms.