

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	PILBARA MINERALS LIMITED
ABN	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.

Name of Director	Nicholas Luigi Cernotta
Date of last notice	21 December 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
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	MJBJ (WA) Pty Ltd
Date of change	1 March 2022
No. of securities held prior to change	270,550 ordinary shares (ASX:PLS) 12,365 Share Rights vesting and automatically converting to shares in quarterly tranches on the following dates – Tranche 1 – Vesting Date 28 February 2022 Tranche 2 – Vesting Date 31 May 2022 Tranche 3 – Vesting Date 31 August 2022 Tranche 4 – Vesting Date 30 November 2022 Each tranche is subject to a service-based vesting condition and issued pursuant to the Company's shareholder approved Employee Award Plan and Non-Executive Director Fee Sacrifice Scheme (NED Scheme). (ASX:PLSAP)

+ See chapter 19 for defined terms.

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Class	Ordinary shares (ASX:PLS) Share rights (ASX:PLSAP)
Number acquired	3,091 Ordinary Shares
Number disposed	3,091 Share Rights
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	<p>As detailed in the Company's Appendix 3G lodged on 20 December 2021, Mr Cernotta was issued share rights in lieu of 20% of his pre-tax Director's fees for the 12-month period from 1 December 2021 to 30 November 2022.</p> <p>Tranche 1, being the conversion of 3,091 share rights into 3,091 ordinary shares, represented fee sacrifice contributions for the three month period from 1 December 2021 to 28 February 2022.</p>
No. of securities held after change	<p>273,641 ordinary shares (ASX:PLS)</p> <p>9,274 Share Rights vesting and automatically converting to shares in quarterly tranches on the following dates –</p> <p>Tranche 2 – Vesting Date 31 May 2022</p> <p>Tranche 3 – Vesting Date 31 August 2022</p> <p>Tranche 4 – Vesting Date 30 November 2022</p> <p>Each tranche is subject to a service-based vesting condition and issued pursuant to the Company's shareholder approved Employee Award Plan and Non-Executive Director Fee Sacrifice Scheme (NED Scheme). (ASX:PLSAP)</p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	<p>Share rights were granted to Non-Executive Directors on 16 December 2021 pursuant to the Company's Award Plan and the Non-Executive Director Fee Sacrifice Scheme (Scheme), approved by Shareholders at the Company's AGM on 17 November 2020.</p> <p>Details of the Scheme and issue of share rights to Non-Executive Directors were disclosed in Appendix 3G dated 20 December 2021.</p> <p>The Tranche 1 issue of ordinary shares under the Scheme to Mr Cernotta represents the first quarterly vesting of 3,091 share rights on 28 February 2022. These share rights automatically converted into an equal number of ordinary shares which were issued on 1 March 2022.</p> <p>As disclosed in the Appendix 3G, shares issued under the Scheme are subject to a disposal Restriction Period equal to the earlier of 18 months from the date of issue and the date Mr Cernotta ceases to be a director of the Company. Accordingly, the shares issued in Tranche 1 have been placed in escrow until 1 September 2023 (or such earlier date as required).</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.

Detail of contract	N/A
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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.