

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	BMG Resources Limited
ABN	96 107 118 678

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	John Prineas
Date of last notice	27 August 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 and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Zeus Private Equity Pty Ltd of which John Prineas is a director and shareholder.
Date of change	6 June 2023 and 12 June 2023
No. of securities held prior to change	<p>Direct</p> <ul style="list-style-type: none"> • 43,824,696 fully paid ordinary shares (BMG). • 3,200,000 Performance Shares (BMGAF) • 3,200,000 Performance Shares (BMGAG) <p>Indirect (held by Zeus Private Equity Pty Ltd of which John Prineas is a director and shareholder)</p> <ul style="list-style-type: none"> • 2,000,000 Shares <p>Performance Shares will vest pending satisfaction of vesting conditions as announced in the Company's Notice of Meeting dated 28th of August 2020.</p>

+ See chapter 19 for defined terms.

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Class	Fully paid ordinary shares (BMG) Options over ordinary shares (exercisable at \$0.025 on or before 30 September 2024 (BMGAM))
Number acquired	Conversion of Performance Shares 6,400,000 Fully paid ordinary shares (BMG) Participation in Entitlement Offer 500,000 Fully paid ordinary shares (BMG) 166,667 Options over ordinary shares (BMGAM)
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Conversion of Performance Shares \$96,000, being 6,400,000 at the Company's closing share price on 12 June 2023. Participation in Entitlement Offer \$6,500, being the cash consideration paid for the acquisition of the Ordinary Shares

No. of securities held after change	Direct <ul style="list-style-type: none"> 50,224,696 fully paid ordinary shares (BMG). Indirect (held by Zeus Private Equity Pty Ltd of which John Prineas is a director and shareholder) <ul style="list-style-type: none"> 2,500,000 Shares 166,667 Options over ordinary 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	Conversion of Performance Shares The Ordinary Shares have been issued on conversion of the Performance Shares upon satisfaction of the milestone/vesting conditions attached to the Performance Shares. Refer to the Company's announcement of 12 June 2023 'Notice of vesting of Performance Shares and Performance Rights' for further detail.

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	<p>Participation in Entitlement Offer The Ordinary Shares have been issued following the shareholder's acceptance of the Entitlements pursuant to the Entitlements Offer announced by the Company on 26 April 2023.</p> <p>The Options are free attaching options, issued on a one (1) for three (3) basis.</p> <p>Full disclosure on the Entitlement Offer is included in the Prospectus provided to ASX on 1 May 2023.</p>
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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	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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
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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