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 | Torian Resources Ltd |
|----------------|----------------------|
| ABN            | 72 002 261 565       |

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    | Matthew Sullivan |
|---------------------|------------------|
| Date of last notice | 16 January 2017  |

#### 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) Note: Provide details of the circumstances giving rise to the relevant interest. | Jemda Pty Ltd & Jemda Pty Ltd <the a="" c="" family="" jemda=""> The director is a shareholder of Jemda</the> |  |
|  | The directors children:<br>James Paul Sullivan<br>Emma Elizabeth Sullivan                                     |  |
| Date of change   | 27 & 28 March 2017  |  |
| No. of securities held prior to change   | <u>Jemda</u><br>550,000   |  |
|  | <u>James Sullivan</u><br>390,000  |  |
|  | Emma Sullivan<br>300,000  |  |
|  | Jemda Pty Ltd <the a="" c="" family="" jemda=""> 3,634,172</the>  |  |

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

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| Class   | ORD  |  |
|---|--|--|
| Number acquired   | Nil  |  |
| Number disposed   | James Sullivan<br>75,000   |  |
| Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation  | \$10,401.00  |  |
| No. of securities held after change   | Jemda 550,000  James Sullivan 315,000  Emma Sullivan 300,000  Jemda Pty Ltd <the a="" c="" family="" jemda=""> 3,634,172</the> |  |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | On-market trade  |  |

### 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   |     |
| Note: Details are only required for a contract in relation to which the interest has changed |     |
| Interest acquired  |     |
|  |     |

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

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| Interest disposed   |  |  |
|---|--|--|
| Value/Consideration  Note: If consideration is non-cash, provide details and an estimated valuation |  |  |
| Interest after change   |  |  |
| Part 3 – <sup>+</sup> Closed period   |  |  |
| Were the interests in the securities above traded during a *closed periodelearance was required?    |  |  |
| If so, was prior written clearance prov to proceed during this period?                              |  |  |
| If prior written clearance was provided on what date was this                                       |  |  |

provided?

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