

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	TERRAIN MINERALS LTD
ABN	45 116 153 514

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	Mr Justin Virgin
Date of last notice	9 October 2018

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>	<ul style="list-style-type: none">- Mr Justin Anthony Virgin <J Virgin T/A Stockfeed A/C>- Virgin Pty Ltd <VL Super Fund A/C> <p>Both of the above holders are director-related entities.</p>
Date of change	10 & 11 October 2018
No. of securities held prior to change	<p>Justin Anthony Virgin <J Virgin T/A Stockfeed A/C></p> <ul style="list-style-type: none">- 14,300,000 Fully Paid Ordinary Shares- 3,000,000 Options \$0.004, expiring 24/12/2019- 10,000,000 Options \$0.0117, expiring 24/11/2020- 6,000,000 Options \$0.0188, exp 7/12/2021 <p>Virgin Pty Ltd <VL Super Fund A/C></p> <ul style="list-style-type: none">- 4,820,000 Fully Paid Ordinary Shares

+ See chapter 19 for defined terms.

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Class	Fully Paid Ordinary Shares
Number acquired	1,674,686
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$8,373.43 (average price of \$0.005)
No. of securities held after change	Justin Anthony Virgin <J Virgin T/A Stockfeed A/C> <ul style="list-style-type: none"> - 14,300,000 Fully Paid Ordinary Shares - 3,000,000 Options \$0.004, expiring 24/12/2019 - 10,000,000 Options \$0.0117, expiring 24/11/2020 - 6,000,000 Options \$0.0188, exp 7/12/2021 Virgin Pty Ltd <VL Super Fund A/C> <ul style="list-style-type: none"> - 6,494,686 Fully Paid 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	On-market trade.

+ 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	No change
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?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.