



Saracen Mineral Holdings Limited

ACN: 009 215 347

Change of Director's Interest Notice

Corporate Structure:

ASX: SAR

Ordinary shares on issue: 832.6m

Unvested employee performance rights: 15.6m

Market Capitalisation: A\$3.0b
(share price A\$3.60)

Cash, bullion and investments (30 June): A\$154.5m

Debt: Nil

Substantial Shareholders:

- ▲ Van Eck Global 12.1%
- ▲ BlackRock Group 8.2%
- ▲ Mitsubishi UFJ 5.0%

Directors

Mr Tony Kiernan
Non-Executive Chairman

Mr Raleigh Finlayson
Managing Director

Mr Martin Reed
Non-Executive Director

Mr John Richards
Non-Executive Director

Dr Roric Smith
Non-Executive Director

Ms Samantha Tough
Non-Executive Director

Registered Office

Level 11/40 The Esplanade
Perth, Western Australia 6000

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Saracen Mineral Holdings (ASX: SAR) advises that Managing Director Raleigh Finlayson has sold one million shares in the Company.

Following the sale, Mr Finlayson holds 3.2 million shares and 2.5 million performance rights.

The sale was conducted at an average price of \$3.71 per share. The proceeds will be used in part to meet personal taxation obligations arising from the vesting of Mr Finlayson's FY17 performance rights and other personal commitments.

Mr Finlayson will also donate \$100,000 to the Western Australian School of Mines Endowment Fund. The Fund is used to provide a wide range of scholarships to students who attend the Western Australian School of Mines, some of whom qualify on the grounds of hardship.

For further information please contact:

Investors:

Troy Irvin
Corporate Development Officer
Email: info@saracen.com.au
Contact (08) 6229 9100

Media Enquiries:

Read Corporate
Paul Armstrong / Nicholas Read
Email: info@readcorporate.com
Contact: (08) 9388 1474

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: SARACEN MINERAL HOLDINGS LIMITED
ABN: 52 009 215 347

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	Raleigh Finlayson
Date of last notice	9 August 2019

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 interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Raleigh Finlayson as beneficiary of the Finlayson Family Trust.
Date of change	28 & 29 August 2019

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<p>No. of securities held prior to change</p>	<p>Indirect through the Finlayson Family Trust:</p> <ul style="list-style-type: none"> • 4,201,819 Ordinary Shares <p>FY18 Long Term Incentive Plan</p> <ul style="list-style-type: none"> • 330,000 Class A Performance Rights (unvested); • 132,000 Class B Performance Rights (unvested); • 198,000 Class C Performance Rights (unvested). <p>FY19 Long Term Incentive Plan</p> <ul style="list-style-type: none"> • 76,250 Class A Performance Rights (unvested); • 76,250 Class B Performance Rights (unvested); • 76,250 Class C Performance Rights (unvested); • 76,250 Class D Performance Rights (unvested). <p>Retention Performance Rights</p> <ul style="list-style-type: none"> • 500,000 FY19 Performance Rights (unvested); • 500,000 FY20 Performance Rights (unvested); • 500,000 FY21 Performance Rights (unvested).
<p>Class</p>	<p>As per below</p>
<p>Number acquired</p>	<p>N/A</p>
<p>Number disposed</p>	<p>1,000,000 ordinary shares</p>
<p>Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small></p>	<p>1,000,000 ordinary shares sold at an average price of \$3.71</p>

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<p>No. of securities held after change</p>	<p>Indirect through the Finlayson Family Trust:</p> <ul style="list-style-type: none"> • 3,201,819 Ordinary Shares <p>FY18 Long Term Incentive Plan</p> <ul style="list-style-type: none"> • 330,000 Class A Performance Rights (unvested); • 132,000 Class B Performance Rights (unvested); • 198,000 Class C Performance Rights (unvested). <p>FY19 Long Term Incentive Plan</p> <ul style="list-style-type: none"> • 76,250 Class A Performance Rights (unvested); • 76,250 Class B Performance Rights (unvested); • 76,250 Class C Performance Rights (unvested); • 76,250 Class D Performance Rights (unvested). <p>Retention Performance Rights</p> <ul style="list-style-type: none"> • 500,000 FY19 Performance Rights (unvested); • 500,000 FY20 Performance Rights (unvested); • 500,000 FY21 Performance Rights (unvested).
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>On market sale of ordinary shares.</p>

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

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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?	N/A
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?	28 August 2019

Date: 2 September 2019

+ See chapter 19 for defined terms.