

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: | Foyson Resources Limited |
| ABN: | 23 003 669 163 |

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.

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|----------------------------|------------------|
| Name of Director | Clifford M James |
| Date of last notice | 9 March 2015 |

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 |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | N/A |
| Date of change | 30 June 2015 |
| No. of securities held prior to change | NIL |
| Class | Ordinary Shares and Unlisted Options |
| Number acquired | 10,162,413 Ordinary Shares 10,162,413 Unlisted Options |
| Number disposed | NIL |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | \$29,471 |

+ See chapter 19 for defined terms.

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| No. of securities held after change | 10,162,413 Ordinary Shares 10,162,413 Unlisted Options |
| 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 CPN's to Ordinary Shares and Unlisted Options. |

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.

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| Detail of contract | 50,000 Capital Promissory Notes (CPNs) with the following terms: <ul style="list-style-type: none"> • Face Value: \$1.00 per note • Maturity Date: 15 May 2015 • Following Shareholder approval at the EGM on 31 March 2015, the CPNs were converted into ordinary shares at a conversion price of \$0.0029 per Share plus one free attaching option per Share exercisable at \$0.008 per option with an expiry date of 31 December 2019. |
| Nature of interest | Direct |
| Name of registered holder (if issued securities) | N/A |
| Date of change | 30 June 2015 |
| 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 | 50,000 Capital Promissory Notes |
| Interest acquired | NIL |
| Interest disposed | 29,471 |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | NIL The CPN's with expiry date of 15 May 2015 were rolled over into the CPN's with an expiry date of 30 September 2015 as Mr James was issued shares and options to the extent possible under the creep capacity under section 611, item 9 of the Corporations Act. TVI Pacific Inc. and Mr. James are likely to be considered Associates so their combined voting power under Section 610 of the Corporations Act needs to be considered. |

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| Interest after change | 20,529 Capital Promissory Notes (CPNs) with the following terms: <ul style="list-style-type: none">• Face Value: \$1.00 per note• Maturity Date: 30 September 2015• The CPNs will be convertible into ordinary shares at a conversion price of \$0.0029 per Share plus one free attaching option per Share exercisable at \$0.008 per option with an expiry date of 31 December 2019. |
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Part 3 – ⁺Closed period

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| 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? | N/A |

⁺ See chapter 19 for defined terms.