

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.

Name of Director	Clifford M James
Date of last notice	3 July 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 July 2015
No. of securities held prior to change	10,162,413 Ordinary Shares 10,162,413 Unlisted Options
Class	Ordinary Shares and Unlisted Options
Number acquired	7,078,966 Ordinary Shares 7,078,966 Unlisted Options
Number disposed	NIL
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$20,529

+ See chapter 19 for defined terms.

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No. of securities held after change	17,241,379 Ordinary Shares 17,241,379 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.

Detail of contract	<p>In March 2015 Mr James was issued 50,000 Capital Promissory Notes (CPNs) with a maturity date of 15 May 2015. Details of the terms of the CPNs are set out in the Appendix 3Y lodged by Mr James on 9 March 2015.</p> <p>As TVI Pacific Inc. (which holds more than 20% voting power in Foyson Resources Limited) and Mr. James are likely to be considered Associates for the reasons set out in the Notice of Extraordinary Meeting of Foyson Resources Limited dated 29 June 2015, their combined voting power under Section 610 of the Corporations Act needs to be considered and any acquisition of voting securities by Mr James needs to fall within one of the exceptions in section 611 of the Corporations Act.</p> <p>29,471 of Mr James' CPNs converted into 10,162,432 shares and 10,162,432 options shortly after the maturity date using the creep capacity under section 611, item 9 of the Corporations Act.</p> <p>Shareholder approval for the increase in TVI Pacific Inc and Mr James' voting power under section 611 item 7 of the Corporations Act was received at the Extraordinary General Meeting of Foyson Resources Limited held on 30 July 2015. Accordingly, the remaining 20,529 CPNs held by Mr James have now converted into 7,078,966 shares and 7,078,966 options.</p>
Nature of interest	Direct
Name of registered holder (if issued securities)	N/A

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Date of change	30 July 2015
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>	20,529 Capital Promissory Notes
Interest acquired	NIL
Interest disposed	20,529
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	\$20,529
Interest after change	NIL

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?	N/A

⁺ See chapter 19 for defined terms.