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 Silver City Minerals Limited	(ASX Code: SCI)
ABN 68 130 130 933 309	

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	Christopher Torrey
Date of last notice	24 November 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	Megmax Pty Ltd <cgt a="" c="" fund="" super=""></cgt>
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	In effect has a relevant interest in shares held by Super Fund
Date of change	22 to 27 January 2016

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

cents       -       2,000,000 Options expire 2 December 2017, exercise price 10 cents         -       1,000,000 Options expire 24 November 2018, exercise price 4 cents         Class       Ordinary Shares         Number acquired       282,956         Number disposed       Nil         Value/Consideration Note: if consideration is non-cash, provide details and estimated valuation       Average \$0.0175 per share         No. of securities held after change       Direct: - -       10,000 Ordinary shares Indirect: - -         No. of securities held after change       Direct: - - 1,000,000 Options expire 27			
Indirect:       341,267 Ordinary shares         1,000,000 Options expire 27       September 2016, exercise price 8         cents       2,000,000 Options expire 2         December 2017, exercise price       10 cents         1,000,000 Options expire 24       November 2018, exercise price 4         Number acquired       282,956         Number disposed       Nil         Value/Consideration       Average \$0.0175 per share         Nexer, if consideration       Direct:         10,000 Options expire 27       September 2016, exercise price 4         cents       Ordinary Shares         Number disposed       Nil         Value/Consideration       Average \$0.0175 per share         No. of securities held after change       Direct:         10,000 Ordinary shares       Indirect:         2,000,000 Options expire 27       September 2016, exercise price 8         1,000,000 Options expire 27       September 2016, exercise price 8         cents       1,000,000 Options expire 2         December 2017, exercise price 4       Cents         1,000,000 Options expire 2       December 2017, exercise price 4         cents       1,000,000 Options expire 24         November 2018, exercise price 4       Cents         1,000,000 Options expire 24 <t< th=""><th>No. of securities held prior to change</th><th>Direct:</th></t<>	No. of securities held prior to change	Direct:	
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- 1,000,000 Options expire 27 September 2016, exercise price 8 cents         - 2,000,000 Options expire 2 December 2017, exercise price 10 cents         - 1,000,000 Options expire 24 November 2018, exercise price 4 cents         Class       Ordinary Shares         Number disposed       Nil         Value/Consideration Note: If consideration       Average \$0.0175 per share         Not of securities held after change       Direct: - 10,000 Options expire 27 September 2016, exercise price 8 cents         No. of securities held after change       Direct: - 10,000 Ordinary shares         Indirect: - 624,223 Ordinary shares       - 1,000,000 Options expire 27 September 2016, exercise price 8 cents         - 2,000,000 Options expire 27 September 2016, exercise price 8 cents       - 2,000,000 Options expire 27 September 2017, exercise price 8 cents         - 1,000,000 Options expire 24 November 2018, exercise price 4 cents       - 1,000,000 Options expire 24 November 2018, exercise price 4 cents		Indirect:	
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December 2017, exercise price 10 cents       - 1,000,000 Options expire 24 November 2018, exercise price 4 cents         Class       Ordinary Shares         Number acquired       282,956         Number disposed       Nil         Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation       Average \$0.0175 per share         No. of securities held after change       Direct: - 10,000 Ordinary shares Indirect: - 624,223 Ordinary shares         No. of securities held after change       Direct: - 2,000,000 Options expire 27 September 2016, exercise price 8 cents         - 2,000,000 Options expire 27 September 2017, exercise price 8 cents       - 2,000,000 Options expire 2 December 2017, exercise price 4 cents         Nature of change       On-market trade, off-market trade, exercise of options issue of securities under divident rade, exercise of options		September 2016, exercise price 8	
November 2018, exercise price 4 cents         Class       Ordinary Shares         Number acquired       282,956         Number disposed       Nil         Value/Consideration       Average \$0.0175 per share         No. of securities held after change       Direct:         0.5       10,000 Ordinary shares         Indirect:       624,223 Ordinary shares         1.0,000,000 Options expire 27       September 2016, exercise price 8         cents       1,000,000 Options expire 27         September 2017, exercise price 8       - 1,000,000 Options expire 2         December 2017, exercise price 4       - 1,000,000 Options expire 2         December 2018, exercise price 4       - 1,000,000 Options expire 2         December 2018, exercise price 4       - 1,000,000 Options expire 2         December 2018, exercise price 4       - 1,000,000 Options expire 2         December 2018, exercise price 4       - 1,000,000 Options expire 24         November 2018, exercise price 4       - 1,000,000 Options expire 24         November 2018, exercise price 4       - 1,000,000 Options expire 24         November 2018, exercise price 4       - 1,000,000 Options expire 24         November 2018, exercise price 4       - 1,000,000 Options expire 24		December 2017, exercise price	
Number acquired       282,956         Number disposed       Nil         Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation       Average \$0.0175 per share         No. of securities held after change       Direct: - 10,000 Ordinary shares Indirect: - 624,223 Ordinary shares         No. of securities held after change       Direct: - 10,000 Options expire 27 September 2016, exercise price 8 cents         - 2,000,000 Options expire 2 December 2017, exercise price 10 cents       - 2,000,000 Options expire 2 December 2017, exercise price 4 cents         Nature of change       On-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in       On-market trades		November 2018, exercise price 4	
Number disposed       Nil         Value/Consideration Not: If consideration is non-cash, provide details and estimated valuation       Average \$0.0175 per share         No. of securities held after change       Direct: - 10,000 Ordinary shares Indirect: - 624,223 Ordinary shares         - 624,223 Ordinary shares       - 624,223 Ordinary shares         - 1,000,000 Options expire 27 September 2016, exercise price 8 cents       - 2,000,000 Options expire 2 December 2017, exercise price 10 cents         - 1,000,000 Options expire 2 November 2018, exercise price 4 cents       - 1,000,000 Options expire 2 December 2018, exercise price 4         Nature of change       On-market trades	Class	Ordinary Shares	
Value/Consideration       Average \$0.0175 per share         Not. of securities held after change       Direct: <ul> <li>10,000 Ordinary shares</li> <li>Indirect:</li> <li>624,223 Ordinary shares</li> <li>1,000,000 Options expire 27 September 2016, exercise price 8 cents</li> <li>2,000,000 Options expire 2 December 2017, exercise price 8</li> <li>00 cents</li> <li>1,000,000 Options expire 2 December 2017, exercise price 4</li> <li>Cents</li> <li>1,000,000 Options expire 2 December 2017, exercise price 4</li> <li>Cents</li> <li>1,000,000 Options expire 4</li> <li>Cents</li> <li>Movember 2018, exercise price 4</li> <li>Cents</li> </ul>	Number acquired	282,956	
Note: If consideration is non-cash, provide details and estimated valuation       Direct:         No. of securities held after change       Direct:         -       10,000 Ordinary shares         Indirect:       -         624,223 Ordinary shares         -       1,000,000 Options expire 27         September 2016, exercise price 8         cents       -         2,000,000 Options expire 2         December 2017, exercise price 10         0 cents       -         1,000,000 Options expire 24         November 2018, exercise price 4         cents       -         1,000,000 Options expire 24         November 2018, exercise price 4         cents	Number disposed	Nil	
Nature of change       Direct:         •       10,000 Ordinary shares         •       624,223 Ordinary shares         •       624,223 Ordinary shares         •       1,000,000 Options expire 27         September 2016, exercise price 8       cents         •       2,000,000 Options expire 2         December 2017, exercise price 10       cents         •       1,000,000 Options expire 2         December 2017, exercise price 4       cents         •       1,000,000 Options expire 24         November 2018, exercise price 4       cents	Note: If consideration is non-cash, provide details and estimated	Average \$0.0175 per share	
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<ul> <li>624,223 Ordinary shares         <ul> <li>1,000,000 Options expire 27 September 2016, exercise price 8 cents</li> <li>2,000,000 Options expire 2 December 2017, exercise price 10 cents</li> <li>1,000,000 Options expire 24 November 2018, exercise price 4 cents</li> </ul> </li> <li>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in</li> <li>On-market trades</li> </ul>		- 10,000 Ordinary shares	
<ul> <li>1,000,000 Options expire 27 September 2016, exercise price 8 cents</li> <li>2,000,000 Options expire 2 December 2017, exercise price 10 cents</li> <li>1,000,000 Options expire 24 November 2018, exercise price 4 cents</li> </ul>		Indirect:	
Nature of change       September 2016, exercise price 8 cents         Nature of change       2,000,000 Options expire 2 December 2017, exercise price 10 cents         Nature of change       0n-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in		- 624,223 Ordinary shares	
December 2017, exercise price 10 cents         - 1,000,000 Options expire 24 November 2018, exercise price 4 cents         Nature of change         Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in		September 2016, exercise price 8	
November 2018, exercise price 4 cents         Nature of change         Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in		December 2017, exercise price	
Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in		November 2018, exercise price 4	
	Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in	On-market trades	

<sup>+</sup> 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	
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	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

## Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> 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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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