

# 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

|                       |                                |
|-----------------------|--------------------------------|
| <b>Name of entity</b> | <b>SOUTH BOULDER MINES LTD</b> |
| <b>ABN</b>            | <b>56 097 904 302</b>          |

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.

|                            |                        |
|----------------------------|------------------------|
| <b>Name of Director</b>    | Paul Michael Donaldson |
| <b>Date of last notice</b> | 19 June 2014           |

### 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.

|  |  |
|--|--|
| <b>Direct or indirect interest</b>   | Direct   |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | N/A  |
| <b>Date of change</b>  | 13 August 2014   |
| <b>No. of securities held prior to change</b>  | <ul style="list-style-type: none"><li>• 151,666 ordinary fully paid shares</li><li>• 700,000 unlisted options exercisable at \$0.599 each, expiring on 31/1/2016</li><li>• 1,000,000 unlisted options exercisable at \$0.649 each, expiring on 31/1/2016</li><li>• 1,300,000 unlisted options exercisable at \$0.949 each, expiring on 31/1/2016</li><li>• 1,000,000 unlisted options exercisable at \$0.34 each, expiring on 29/11/2016</li></ul> |
| <b>Class</b>   | Ordinary fully paid shares   |
| <b>Number acquired</b>   | 48,334   |

+ See chapter 19 for defined terms.

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|  |  |
|--|--|
| <b>Number disposed</b>   | Nil  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>   | \$12,567   |
| <b>No. of securities held after change</b>   | <ul style="list-style-type: none"> <li>• 200,000 ordinary fully paid shares</li> <li>• 700,000 unlisted options exercisable at \$0.599 each, expiring on 31/1/2016</li> <li>• 1,000,000 unlisted options exercisable at \$0.649 each, expiring on 31/1/2016</li> <li>• 1,300,000 unlisted options exercisable at \$0.949 each, expiring on 31/1/2016</li> <li>• 1,000,000 unlisted options exercisable at \$0.34 each, expiring on 29/11/2016</li> </ul> |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On market purchase of ordinary shares  |

## 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.

|   |     |
|---|-----|
| <b>Detail of contract</b>   | N/A |
| <b>Nature of interest</b>   | N/A |
| <b>Name of registered holder (if issued securities)</b>   | N/A |
| <b>Date of change</b>   | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> | N/A |
| <b>Interest acquired</b>  | N/A |
| <b>Interest disposed</b>  | N/A |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>   | N/A |
| <b>Interest after change</b>  | N/A |

+ See chapter 19 for defined terms.

**Part 3 – <sup>+</sup>Closed period**

|   |     |
|---|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>  | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>   | N/A |

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