

# 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>ZENITH MINERALS LIMITED</b>
<b>ABN 96 119 397 938</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>	Michael Joseph Clifford
<b>Date of last notice</b>	29 November 2016

### 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>	Indirect interest in fully paid ordinary shares and quoted options; and Direct interest in unlisted options
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Cobalt Consulting Pty Ltd - Registered holder of fully paid ordinary shares. MJ Clifford is a director of Cobalt Consulting Pty Ltd; and Loredana Ines Clifford (Spouse).
<b>Date of change</b>	19 December 2016
<b>No. of securities held prior to change</b>	Indirect: 2,176,504 ordinary shares 181,376 quoted options exercisable at 10c, expiring 31 December 2017 (ZNCO) Direct: 1,000,000 Unlisted options exercisable at 13 cents, expiring 21 December 2017. 1,350,000 Unlisted options exercisable at 16.1 cents, expiring 29 November 2019.
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	Indirect: 69,382 ordinary shares through the exercise of ZNCO options.

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+ See chapter 19 for defined terms.

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<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$6,938.20
<b>No. of securities held after change</b>	Indirect: 2,245,886 ordinary shares 111,994 quoted options exercisable at 10c, expiring 31 December 2017 (ZNCO) Direct: 1,000,000 Unlisted options exercisable at 13 cents, expiring 21 December 2017 1,350,000 Unlisted options exercisable at 16.1 cents, expiring 29 November 2019.
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Exercise of ZNCO 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.

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

+ 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>	<b>No</b>
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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