

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: Forge Resources Ltd
ACN: 139 886 187

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	Mr Nicholas Curtis
Date of last notice	22/12/2011

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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Wilkes Holdings Pty Ltd Trinity Management Pty Ltd <Forge Resources Employee Share A/C>
Date of change	31st May 2012
No. of securities held prior to change	4,250,000 Fully Paid Ordinary Shares 1,333,334 Options (\$0.20, Exp 31 st July 2014) 24,000,000 Performance Shares
Class	Fully Paid Ordinary Shares Cancellation of Performance Shares
Number acquired	24,000,000
Number disposed	Cancellation of 24,000,000 Performance Shares for nil consideration (cancellation to occur shortly, following receipt of Forge shareholder approvals on 25 May 2012).

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	28,250,000 Fully Paid Ordinary Shares 1,333,334 Options (\$0.20, Exp 31 st July 2014)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	24,000,000 Fully Paid Ordinary Shares being issued for no cash consideration replacing the 24,000,000 Performance Shares as described in the Notice of General Meeting and Explanatory Memorandum dated 24 April 2012.

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

⁺ See chapter 19 for defined terms.

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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?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	25/05/2012

⁺ See chapter 19 for defined terms.