

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	PIONEER RESOURCES LIMITED
ABN	44 103 423 981

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	Thomas Wayne Spilsbury
Date of last notice	23 April 2019

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.	<ul style="list-style-type: none">• Thomas Wayne Spilsbury & Marcey Eva Spilsbury <Spilsbury Family A/C> (trustee and beneficiary)• Geoduck Pty Ltd (director and shareholder)• Thomas Wayne Spilsbury & Marcey Eva Spilsbury <Tiger Super Fund A/C> (trustee and beneficiary)
Date of change	15 May 2019

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No. of securities held prior to change	<p>Thomas Wayne Spilsbury & Marcey Eva Spilsbury <Spilsbury Family A/C> (trustee and beneficiary)</p> <ul style="list-style-type: none"> • 3,392,855 fully paid ordinary shares (ASX:PIO) • 1,805,556 options exercisable at 2.5c each on or before 31/05/2020 (unquoted) • 1,805,556 options exercisable at 3.5c each on or before 30/11/2021 (unquoted) • 1,805,555 options exercisable at 4.5c each on or before 30/11/2021 (unquoted) <p>Geoduck Pty Ltd (director and shareholder)</p> <ul style="list-style-type: none"> • 4,902,379 fully paid ordinary shares (ASX:PIO) <p>Thomas Wayne Spilsbury & Marcey Eva Spilsbury <Tiger Super Fund A/C> (trustee and beneficiary)</p> <ul style="list-style-type: none"> • 9,000,000 fully paid ordinary shares (ASX:PIO)
Class	Fully paid ordinary shares (ASX:PIO)
Number acquired	4,902,379
Number disposed	4,902,379
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$63,730.92
No. of securities held after change	<p>Thomas Wayne Spilsbury & Marcey Eva Spilsbury <Spilsbury Family A/C> (trustee and beneficiary)</p> <ul style="list-style-type: none"> • 3,392,855 fully paid ordinary shares (ASX:PIO) • 1,805,556 options exercisable at 2.5c each on or before 31/05/2020 (unquoted) • 1,805,556 options exercisable at 3.5c each on or before 30/11/2021 (unquoted) • 1,805,555 options exercisable at 4.5c each on or before 30/11/2021 (unquoted) <p>Thomas Wayne Spilsbury & Marcey Eva Spilsbury <Tiger Super Fund A/C> (trustee and beneficiary)</p> <ul style="list-style-type: none"> • 13,902,379 fully paid ordinary shares (ASX:PIO)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off-market trade between two entities in which Mr Spilsbury has an indirect interest.

+ 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	Not Applicable
Nature of interest	Not Applicable
Name of registered holder (if issued securities)	Not Applicable
Date of change	Not Applicable
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>	Not Applicable
Interest acquired	Not Applicable
Interest disposed	Not Applicable
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Not Applicable
Interest after change	Not Applicable

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?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not required
If prior written clearance was provided, on what date was this provided?	Not required

⁺ See chapter 19 for defined terms.