

# 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 30/9/2001.

|                |                         |
|----------------|-------------------------|
| Name of entity | RESOLUTE MINING LIMITED |
| ABN            | 39 097 088 689          |

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 John Paul Welborn |
| Date of last notice | 14 September 2018    |

### 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*

|   |  |
|---|--|
| Direct or indirect interest   | Direct   |
| Nature of indirect interest<br>(including registered holder)<br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | N/A  |
| Date of change  | 26 October 2018  |
| No. of securities held prior to change  | 4,500,000 fully paid ordinary shares<br>564,000 Performance Rights vesting 30 June 2019<br>600,000 Performance Rights vesting 30 June 2019<br>1,000,000 Performance Rights vesting 30 June 2020<br>587,500 Performance Rights vesting 30 June 2020 |
| Class   | Performance Rights   |
| Number acquired   | 277,559  |
| Number disposed   | N/A  |

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+ See chapter 19 for defined terms.

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|   |   |
|---|---|
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation   | Performance Rights represent the Long-Term Incentive component of remuneration for Mr Welborn and are issued for nil cash consideration. On vesting, one Performance Right is converted to one fully paid ordinary share in the Company. Vesting is subject to performance and other conditions set out in the Company's Notice of Meeting for the 2018 Annual General Meeting. The issue of Performance Rights was approved by shareholders at the Annual General Meeting held on 26 October 2018. |
| <b>No. of securities held after change</b>  | 4,500,000 fully paid ordinary shares<br>564,000 Performance Rights vesting 30 June 2019<br>600,000 Performance Rights vesting 30 June 2019<br>1,000,000 Performance Rights vesting 30 June 2020<br>587,500 Performance Rights vesting 30 June 2020<br>277,559 Performance Rights vesting 30 June 2021   |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of Performance Rights pursuant to the 2017 Resolute Mining Limited Performance Rights Plan following approval by shareholders at the Annual General Meeting held on 26 October 2018.  |

#### Part 2 – Change of director's interests in contracts

|  |     |
|--|-----|
| <b>Detail of contract</b>  | N/A |
| <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><br>Note: Details are only required for a contract in relation to which the interest has changed |     |
| <b>Interest acquired</b>   |     |
| <b>Interest disposed</b>   |     |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   |     |
| <b>Interest after change</b>   |     |

+ See chapter 19 for defined terms.

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?  | N/A |
| If prior written clearance was provided, on what date was this provided?   | N/A |

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+ See chapter 19 for defined terms.