

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 PILBARA MINERALS LIMITED
ABN 95 112 425 788

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	Sally-Anne Layman
Date of last notice	8 June 2021

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	(a) BNP Paribas Securities Services <Envision Capital Management Pty Ltd as trustee for ET Trust> (b) Envision Capital Management Pty Ltd as trustee for ET Trust
Date of change	(b) 25 June 2021 & 28 June 2021
No. of securities held prior to change	(a) 100,257 ordinary shares (b) 2,000,000 unlisted options at \$0.8785 expiring 21 December 2021 (b) 35,697 share rights vesting and automatically exercising in two remaining quarterly tranches on the following dates – Tranche 3 – Vesting date 31 August 2021 Tranche 4 – Vesting date 30 November 2021 in each case subject to a service-based vesting condition, and issued pursuant to the Company's shareholder approved Award Plan and 2020 Non-Executive Director Fee Sacrifice Scheme. (b) 35,698 ordinary shares
Class	(b) unlisted options & ordinary shares
Number acquired	(b) 2,000,000 ordinary shares – 25 June 2021 on exercise of unlisted options at \$0.8785 per share

+ See chapter 19 for defined terms.

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<p>Number disposed</p>	<p>(b) 2,000,000 unlisted options – exercised 25 June 2021 (b) 2,000,000 ordinary shares – 28 June 2021</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>(b) Exercise of options and issue of shares: \$1,757,000 (2,000,000 options at \$0.8785 per share) (b) On-market trade: \$2,905,064 (2,000,000 shares at average price of \$1.452532 per share)</p>
<p>No. of securities held after change</p>	<p>(a) 100,257 ordinary shares (b) 35,697 share rights vesting and automatically exercising in two remaining quarterly tranches on the following dates – Tranche 3 – Vesting date 31 August 2021 Tranche 4 – Vesting date 30 November 2021 in each case subject to a service-based vesting condition, and issued pursuant to the Company's shareholder approved Award Plan and 2020 Non-Executive Director Fee Sacrifice Scheme. (b) 35,698 ordinary shares</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>(b) Exercise of unlisted options - 25 June 2021 (b) Issue of ordinary shares on exercise of unlisted options - 25 June 2021 (b) On-market trade - 28 June 2021</p>

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

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

⁺ See chapter 19 for defined terms.