

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	Celsius Resources Limited
ABN	95 009 162 949

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	Blair Sergeant
Date of last notice	17 March 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) Evolution Capital Partners Pty Ltd <Golden Triangle A/C> (Director and Beneficiary) b) Rio Super Pty Ltd <Rio Grande Do Norte S/F A/C> (Director and Beneficiary)
Date of change	2-3 December 2021
No. of securities held prior to change	a) 3,000,000 Fully Paid Ordinary Shares 16,000,000 Unlisted options exercisable at 1.2c per share on or before 4 August 2023 b) Nil
Class	(i) Performance Rights (ii) Fully Paid Ordinary Shares
Number acquired	(i) 7,500,000 Performance Rights (ii) 2,500,000 Fully Paid Ordinary Shares
Number disposed	(i) 2,500,000 Performance Rights
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil

+ See chapter 19 for defined terms.

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No. of securities held after change	<p>a) 3,000,000 Fully Paid Ordinary Shares 16,000,000 Unlisted options exercisable at 1.2c per share on or before 4 August 2023</p> <p>b) 2,500,000 Fully Paid Ordinary Shares 2,500,000 Performance Rights expiring by 17 March 2022 2,500,000 Performance Rights expiring 17 March 2024</p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	<p>Director Performance Rights issued under an Incentive Plan, approved by shareholders at the Company's AGM on 18 November 2021.</p> <p>Subsequent to the AGM, upon the completion of a positive Scoping Study on the MCB Project on 1 December 2021, 2,500,000 Performance Rights vested and were converted into Fully Paid Ordinary Shares.</p>

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	Celsius Anleck Share Sale Agreement signed 15 September 2020
Nature of interest	Indirect Evolution Capital Partners Pty Ltd <Golden Triangle A/C> (Director and Beneficiary)
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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	3,000,000 deferred consideration shares to be issued subject to milestones as set out in the Notice of Meeting announced on 24 December 2020.
Interest acquired	Nil
Interest disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Nil
Interest after change	3,000,000 deferred consideration shares to be issued subject to milestones as set out in the Notice of Meeting announced on 24 December 2020.

+ 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?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.