

# 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

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| <b>Name of entity</b> Metminco Limited |
| <b>ABN</b> 43 119 759 349              |

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.

|                            |                               |
|----------------------------|-------------------------------|
| <b>Name of Director</b>    | Francisco Vergara-Irarrazaval |
| <b>Date of last notice</b> | 28 March 2013                 |

### 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.

|   |   |
|---|---|
| <b>Direct or indirect interest</b>  | Francisco Vergara-Irarrazaval is the registered holder of 50,140,000 fully paid ordinary shares held directly and indirectly.   |
| <b>Nature of indirect interest – prior to change (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Mr Vergara holds an indirect interest in 9,500,000 fully paid ordinary shares through Highland Holdings Resources, an indirect interest in 38,000,000 fully paid ordinary shares through Humber Resources Inc. and a direct interest in 2,640,000 fully paid ordinary shares. |
| <b>Date of change</b>   | 15 December 2014  |
| <b>No. of securities held prior to change</b>   | 50,140,000  |
| <b>Class</b>  | Ordinary shares   |
| <b>Number acquired</b>  | Not applicable  |
| <b>Number disposed</b>  | Not applicable  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>  | Not applicable  |
| <b>No. of securities held after change</b>  | 50,140,000  |

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+ See chapter 19 for defined terms.

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| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Highland Holdings Resources Inc transferred 9,500,000 fully paid ordinary shares to Humber Resources Inc |
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**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.

|   |                |
|---|----------------|
| <b>Detail of contract</b>   | Not applicable |
| <b>Nature of interest</b>   | Not applicable |
| <b>Name of registered holder (if issued securities)</b>   | Not applicable |
| <b>Date of change</b>   | Not applicable |
| <b>No. and class of securities to which interest related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> | Not applicable |
| <b>Interest acquired</b>  | Not applicable |
| <b>Interest disposed</b>  | Not applicable |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>   | Not applicable |
| <b>Interest after change</b>  | Not applicable |

**Part 3 – +Closed period**

|  |                |
|--|----------------|
| <b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b> | No             |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>   | Not applicable |
| <b>If prior written clearance was provided, on what date was this provided?</b>  | Not applicable |

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