

# 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

<b>Name of entity <b>Brazilian Metals Group Limited</b></b>
ACN 107 118 678

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 Kelly
Date of last notice	1 December 2010

### 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>	Apnea Holdings Pty Ltd (the Kelly Family A/C) Syzygy Holdings Pty Ltd (Tom Kelly Super A/C)  Indirect Finnegan Kelly (Interest as a Parent)
Date of change	7 February 2011
No. of securities held prior to change	Apnea Holdings Pty Ltd 3,508,079 ordinary shares 750,000 unlisted 20c options 31/10/11 750,000 unlisted 20c options 30/11/12  Syzygy Holdings Pty Ltd 273,750 ordinary shares  Finnegan Kelly 5,000 ordinary shares
Class	Ordinary Shares
Number acquired	1,500,000

+ See chapter 19 for defined terms.

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Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$300,000
No. of securities held after change	Apnea Holdings Pty Ltd 5,008,079 ordinary shares  Syzygy Holdings Pty Ltd 273,750 ordinary shares  Finnegan Kelly 5,000 ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Exercise of Options exp. 31/10/11 and exercise of Options exp. 30/11/12

### 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	N/A
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 Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A

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Interest after change	N/A
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**Part 3 – <sup>+</sup>Closed period**

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	N/A
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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<sup>+</sup> See chapter 19 for defined terms.