

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	BMG Resources Limited
ABN	96 107 118 678

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	Bruce McCracken
Date of last notice	14 August 2019

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	Direct and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Bruce McCracken as trustee of the McCracken Family Trust (of which Mr McCracken is a beneficiary)
Date of change	22 November 2019
No. of securities held prior to change	<p>Direct</p> <ul style="list-style-type: none"> • 180,000 fully paid ordinary shares (Shares). <p>Indirect (held by Bruce McCracken as trustee of the McCracken Family Trust of which Bruce McCracken is a beneficiary)</p> <ul style="list-style-type: none"> • 26,586,708 Shares • 10,000,000 Tranche 1 Performance Rights • 5,000,000 Tranche 2 Performance Rights • 5,000,000 Tranche 3 Performance Rights • 5,000,000 Options (BMGOB)

+ See chapter 19 for defined terms.

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Class	Fully paid ordinary shares
Number acquired	10,000,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	<p>No cash received by the Company for the issue of these shares.</p> <p>10,000,000 shares issued upon the vesting of those Tranche 1 Performance Rights which were approved by company shareholders at the general meeting held on 2 August 2019.</p> <p>Shares are valued \$30,000 based on the Company's share price at the close of trade on 21 November 2019, being \$0.003 per share.</p>

No. of securities held after change	<p>Direct</p> <ul style="list-style-type: none"> • 180,000 fully paid ordinary shares (Shares). <p>Indirect (held by Bruce McCracken as trustee of the McCracken Family Trust of which Bruce McCracken is a beneficiary)</p> <ul style="list-style-type: none"> • 36,586,708 Shares • 5,000,000 Tranche 2 Performance Rightss • 5,000,000 Tranche 3 Performance Rights • 5,000,000 Options (BMGOB) <p>All Performance rights will vest pursuant to satisfaction of vesting conditions as announced in the Company's Notice of Meeting dated 2nd of July 2019.</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	Issue of 10,000,000 Shares upon satisfaction of all vesting conditions relating to Tranche 1 Performance Rights

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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.

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
Interest after change	N/A

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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