*Rule 3.19A.2*

# 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** | **Boss Resources Ltd** |
| **ABN** | **38 118 834 336** |

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** | Grant Davey |
| **Date of last notice** | 29 January 2016 |

**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 |
| **Nature of indirect interest (including registered holder)**<br>Note: Provide details of the circumstances giving rise to the relevant interest. | |
| **Date of change** | 16 and 17 November 2016 |
| **No. of securities held prior to change** | 9,333,333 ordinary shares in Boss Resources Limited held indirectly via Davey Management (Aus) Pty Ltd ATF Davey Family Super Fund of which Grant Davey is the sole director.<br><br>20 ordinary shares in Boss Energy Pty Ltd, an 80% owned subsidiary of Boss Resources Ltd, held indirectly via Wattle Mining Pty Ltd of which Grant Davey is the sole director. |
| **Class** | Ordinary |
| **Number acquired** | 1,000,000 |

| | |
|---|---|
| **Number disposed** | Nil |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and estimated valuation | $44,750 |
| **No. of securities held after change** | 9,333,333 ordinary shares in Boss Resources Limited held indirectly via Davey Management (Aus) Pty Ltd ATF Davey Family Super Fund of which Grant Davey is the sole director.<br><br>20 ordinary shares in Boss Energy Pty Ltd, an 80% owned subsidiary of Boss Resources Ltd, held indirectly via Wattle Mining Pty Ltd of which Grant Davey is the sole director.<br><br>1,000,000 ordinary shares in Boss Resources Ltd held directly. |
| **Nature of change**<br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | On market trade |

## 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** | No change |
| **Nature of interest** | No change |
| **Name of registered holder (if issued securities)** | Not applicable |
| **Date of change** | Not applicable |
| **No. and class of securities to which interest related prior to change**<br>Note: Details are only required for a contract in relation to which the interest has changed | Not applicable |
| **Interest acquired** | No change |
| **Interest disposed** | No change |

+ See chapter 19 for defined terms.

| | |
|---|---|
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and an estimated valuation | Not applicable |
| **Interest after change** | Via a Shareholder's Agreement between Boss Resources Limited, Wattle Mining Pty Ltd and Boss Energy Pty Ltd, Grant Davey has a 20% interest in Boss Energy Pty Ltd which owns 100% of Boss Uranium Pty Ltd. Boss has a call option to acquire Wattle Mining Pty Ltd's 20% interest in the Joint Venture after it completes a positive bankable feasibility study to restart the operations. The terms of the acquisition will be mutually agreed or otherwise determined by an independent valuer taking into account the valuation of the project and market capitalisation of Boss at the relevant point in time. The consideration of the acquisition of Wattle's 20% interest may, at the election of Boss, be payable in cash and/or shares in Boss. |

## Part 3 – +Closed period

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|---|---|
| **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?** | Not applicable |
| **If prior written clearance was provided, on what date was this provided?** | Not applicable |

+ See chapter 19 for defined terms.