

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	AUSTRALIAN POTASH LIMITED
ACN	149 390 394

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	Matthew Shackleton
Date of last notice	23 August 2018

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) Note: Provide details of the circumstances giving rise to the relevant interest.	<p>(a) Matthew William Shackleton and Nicole Jodie Shackleton <The Harryshack Family A/C>, a family trust associated with Mr Shackleton</p> <p>(b) Matthew William Shackleton and Nicole Jodie Shackleton <The Harryshack Super A/C>, a superannuation account associated with Mr Shackleton</p>
Date of change	20 March 2019

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<p>No. of securities held prior to change</p>	<p>(a) 3,636,363 fully paid ordinary shares 1,063,830 unlisted options exercise price \$0.175 expiry 28 November 2019 1,162,790 unlisted options exercise price \$0.225 expiry 28 November 2019 1,250,000 unlisted options exercise price \$0.16 expiry 30 November 2020 1,250,000 unlisted options exercise price \$0.20 expiry 30 November 2020</p> <p>(b) 2,546,136 fully paid ordinary shares 178,750 unlisted options exercise price \$0.12, expiry 8 August 2018</p>
<p>Class</p>	<p>(a) Not applicable</p> <p>(b) Listed Options (APCOB) Fully Paid Ordinary Shares</p>
<p>Number acquired</p>	<p>(a) Not applicable</p> <p>(b) 62,500 listed options (APCOB) exercise price \$0.12, expiry 8 August 2021 250,000 fully paid ordinary shares</p>
<p>Number disposed</p>	<p>Nil</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>(a) Not applicable</p> <p>(b) Nil, free attaching options \$0.08 per fully paid ordinary share</p>

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No. of securities held after change	<p>(a) 3,636,363 fully paid ordinary shares 1,063,830 unlisted options exercise price \$0.175 expiry 28 November 2019 1,162,790 unlisted options exercise price \$0.225 expiry 28 November 2019 1,250,000 unlisted options exercise price \$0.16 expiry 30 November 2020 1,250,000 unlisted options exercise price \$0.20 expiry 30 November 2020</p> <p>(b) 2,796,136 fully paid ordinary shares 178,750 unlisted options exercise price \$0.12, expiry 8 August 2018 62,500 listed options (APCOB) exercise price \$0.12, expiry 8 August 2018</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>(a) Not applicable</p> <p>(b) Participation in the pro-rata renounceable entitlement issue of fully paid ordinary shares and free-attaching options made by the Company under the Entitlement Issue Prospectus dated 13 February 2019</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	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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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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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ACN	149 390 394

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	Brett Lambert
Date of last notice	23 August 2018

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>	Mr Brett Thomas Lambert and Mrs Elspeth Margaret Lambert <BT & EM LAMBERT FAMILY A/C>, family trust associated with Mr Lambert
Date of change	20 March 2019
No. of securities held prior to change	378,750 fully paid ordinary shares 750,000 unlisted options exercise price \$0.225, expiry 9 May 2020 89,375 unlisted options exercise price \$0.12, expiry 8 August 2021
Class	(a) Listed Options (b) Fully Paid Ordinary Shares
Number acquired	(a) 20,291 listed options (APCOB) exercise price \$0.12, expiry 8 August 2021 (b) 81,161 fully paid ordinary shares
Number disposed	Nil

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<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>(a) Nil, free attaching options (b) \$0.08 per Ordinary Share</p>
<p>No. of securities held after change</p>	<p>459,911 fully paid ordinary shares</p> <p>750,000 unlisted options exercise price \$0.225, expiry 9 May 2020</p> <p>89,375 unlisted options exercise price \$0.12, expiry 8 August 2021</p> <p>20,291 listed options (APCOB) exercise price \$0.12, expiry 8 August 2021</p>
<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</p>	<p>Participation in the pro-rata renounceable entitlement issue of fully paid ordinary shares and free-attaching options made by the Company under the Entitlement Issue Prospectus dated 13 February 2019</p>

+ See chapter 19 for defined terms.

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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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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ACN	149 390 394

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	Rhett Brans
Date of last notice	23 August 2018

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	(a) Direct (b) Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	(a) Not applicable (b) Mr Rhett Boudewyn Brans & Mrs Monica Diwi Brans <R & M Brans Super Fund A/C>, a superannuation account associated with Mr Brans
Date of change	20 March 2019
No. of securities held prior to change	(a) 750,000 unlisted options exercise price \$0.225, expiry 9 May 2020 (b) 89,375 unlisted options exercise price \$0.12, expiry 8 August 2021 178,750 fully paid ordinary shares
Class	(a) Not applicable (b) Listed Options (APCOB) Fully Paid Ordinary Shares

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<p>Number acquired</p>	<p>(a) Not applicable</p> <p>(b) 10,313 listed options exercise (APCOB) price \$0.12, expiry 8 August 2021</p> <p>41,250 fully paid ordinary shares</p>
<p>Number disposed</p>	<p>Nil</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>(a) Not applicable</p> <p>(b) Nil, free attaching options</p> <p>\$0.08 per fully paid ordinary share</p>
<p>No. of securities held after change</p>	<p>(a) 750,000 unlisted options exercise price \$0.225, expiry 9 May 2020</p> <p>(b) 89,375 unlisted options exercise price \$0.12, expiry 8 August 2021</p> <p>220,000 fully paid ordinary shares</p> <p>10,313 listed options (APCOB) exercise price \$0.12, expiry 8 August 2021</p>
<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</p>	<p>(a) Not applicable</p> <p>(b) Participation in the pro-rata renounceable entitlement issue of fully paid ordinary shares and free-attaching options made by the Company under the Entitlement Issue Prospectus dated 13 February 2019</p>

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