

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.

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|--|
| Name of entity Havilah Resources Limited |
| ABN 39 077 435 520 |

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.

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|---------------------|-------------------------|
| Name of Director | Kenneth Graham Williams |
| Date of last notice | 26 April 2017 |

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.

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| Direct or indirect interest | Direct |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | |
| Date of change | 7 November 2017 |
| No. of securities held prior to change | 557,358 Fully paid ordinary shares. 600,000 Unlisted options with an exercise price of \$0.36 per option on or before 15 December 2018. |
| Class | HAV – Fully paid ordinary shares. |
| Number acquired | HAV – 79,622 Fully paid ordinary shares. HAVOC – 39,811 Listed options. |
| Number disposed | Nil |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | HAV - \$15,924.40 |

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| No. of securities held after change | 636,980 Fully paid ordinary shares. 39,811 Listed options with an exercise price of \$0.40 per option on or before 30 November 2019. 600,000 Unlisted options with an exercise price of \$0.36 per option on or before 15 December 2018. |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Participation in rights issue. |

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.

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| Detail of contract | Not Applicable. |
| Nature of interest | Not Applicable. |
| 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 Note: Details are only required for a contract in relation to which the interest has changed | Not Applicable. |
| Interest acquired | Not Applicable. |
| Interest disposed | Not Applicable. |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | Not Applicable. |
| Interest after change | Not Applicable. |

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? | Not Applicable. |
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| 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.