

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	LIONTOWN RESOURCES LIMITED
ABN	39 118 153 825

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	Craig R Williams
Date of last notice	5 October 2013

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.	Orpheus Geoscience Pty Ltd as trustee for the Orpheus Geoscience Superannuation Fund. Craig Williams is a Director and Shareholder of Orpheus Geoscience Pty Ltd.
Date of change	29 November 2013
No. of securities held prior to change	2,720,171 fully paid ordinary shares. 226,680 \$0.05 listed options, expiring 27 September 2015.
Class	Fully paid ordinary shares
Number acquired	1,272,190
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	1.262 cents per share.

+ See chapter 19 for defined terms.

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No. of securities held after change	3,992,361 fully paid ordinary shares. 226,680 \$0.05 listed options, expiring 27 September 2015.
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 fully paid ordinary shares, the subject of Resolution 3 passed at the 2013 AGM. Shares are issued at 1.262 cents per share in lieu of directors' fees owing to 30 September 2013.

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

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If prior written clearance was provided, on what date was this provided?	N/A
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