

# 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 30/9/2001.

<b>Name of Entity:</b>	Mining Projects Group Limited (ASX:MPJ)
<b>ACN:</b>	006 189 331

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.

<b>Name of Director:</b>	Bryan Frost
<b>Date of Last Notice:</b>	17 <sup>th</sup> May 2012

### 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.

<b>Direct or indirect interest</b>	a-d) Indirect												
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	a-d) Director Related Entity												
<b>Date of change</b>	a) 18 <sup>th</sup> May 2012 b) 23 <sup>rd</sup> May 2012 c-d) 24 <sup>th</sup> May 2012												
<b>No. of securities held prior to change</b>	<table border="1" style="width: 100%;"> <thead> <tr> <th></th> <th>Shares</th> <th>Options</th> </tr> </thead> <tbody> <tr> <td><b>Direct</b></td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> <tr> <td><b>Indirect</b></td> <td style="text-align: right;">23,743,372</td> <td style="text-align: right;">18,797,217</td> </tr> <tr> <td><b>Total</b></td> <td style="text-align: right;"><b>23,743,372</b></td> <td style="text-align: right;"><b>18,797,217</b></td> </tr> </tbody> </table>		Shares	Options	<b>Direct</b>	-	-	<b>Indirect</b>	23,743,372	18,797,217	<b>Total</b>	<b>23,743,372</b>	<b>18,797,217</b>
	Shares	Options											
<b>Direct</b>	-	-											
<b>Indirect</b>	23,743,372	18,797,217											
<b>Total</b>	<b>23,743,372</b>	<b>18,797,217</b>											
<b>Class</b>	a) Ordinary Shares b) Ordinary Shares c) Ordinary Shares d) Listed Options exercisable at \$0.02 expiring 28 February 2013												
<b>Number acquired</b>	<table border="1" style="width: 100%;"> <thead> <tr> <th></th> <th>Shares</th> <th>Options</th> </tr> </thead> <tbody> <tr> <td><b>Direct</b></td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> <tr> <td><b>Indirect</b></td> <td>a) 200,000 b) 5,556 c) 5,000,000</td> <td>d) 5,000,000</td> </tr> <tr> <td><b>Total</b></td> <td style="text-align: right;"><b>5,205,556</b></td> <td style="text-align: right;"><b>5,000,000</b></td> </tr> </tbody> </table>		Shares	Options	<b>Direct</b>	-	-	<b>Indirect</b>	a) 200,000 b) 5,556 c) 5,000,000	d) 5,000,000	<b>Total</b>	<b>5,205,556</b>	<b>5,000,000</b>
	Shares	Options											
<b>Direct</b>	-	-											
<b>Indirect</b>	a) 200,000 b) 5,556 c) 5,000,000	d) 5,000,000											
<b>Total</b>	<b>5,205,556</b>	<b>5,000,000</b>											

+ See chapter 19 for defined terms.

**Appendix 3Y**  
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<b>Number disposed</b>		<b>Shares</b>	<b>Options</b>
	<b>Direct</b>	-	-
	<b>Indirect</b>	-	-
	<b>Total</b>	-	-
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	a) \$0.015 per share b) \$0.016 per share c) \$0.016 per share d) Nil		
<b>No. of securities held after change</b>		<b>Shares</b>	<b>Options</b>
	<b>Direct</b>	-	-
	<b>Indirect</b>	28,948,928	23,797,217
	<b>Total</b>	<b>28,948,928</b>	<b>23,797,217</b>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	a) On-Market Acquisition b) On-Market Acquisition c-d) Issued as per Resolution 4 approved by shareholders at the General Meeting of the Company held on 18 <sup>th</sup> May 2012		

**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.

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder</b> (if issued securities)	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**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



24.05.2012

+ See chapter 19 for defined terms.