

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.

Name of Entity:	Mining Projects Group Limited (ASX:MPJ)
ACN:	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.

Name of Director:	Bryan Frost
Date of Last Notice:	24 th 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.

Direct or indirect interest	a-b) Indirect												
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	a-b) Director Related Entity												
Date of change	a) 25 th May 2012 b) 28 th May 2012												
No. of securities held prior to change	<table border="1" style="width: 100%;"> <thead> <tr> <th></th> <th>Shares</th> <th>Options</th> </tr> </thead> <tbody> <tr> <td>Direct</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> <tr> <td>Indirect</td> <td style="text-align: right;">28,948,928</td> <td style="text-align: right;">23,797,217</td> </tr> <tr> <td>Total</td> <td style="text-align: right;">28,948,928</td> <td style="text-align: right;">23,797,217</td> </tr> </tbody> </table>		Shares	Options	Direct	-	-	Indirect	28,948,928	23,797,217	Total	28,948,928	23,797,217
	Shares	Options											
Direct	-	-											
Indirect	28,948,928	23,797,217											
Total	28,948,928	23,797,217											
Class	a-b) Ordinary Shares												
Number acquired	<table border="1" style="width: 100%;"> <thead> <tr> <th></th> <th>Shares</th> <th>Options</th> </tr> </thead> <tbody> <tr> <td>Direct</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> <tr> <td>Indirect</td> <td>a) 160,000 b) 5,000</td> <td style="text-align: center;">-</td> </tr> <tr> <td>Total</td> <td style="text-align: right;">165,000</td> <td style="text-align: center;">-</td> </tr> </tbody> </table>		Shares	Options	Direct	-	-	Indirect	a) 160,000 b) 5,000	-	Total	165,000	-
	Shares	Options											
Direct	-	-											
Indirect	a) 160,000 b) 5,000	-											
Total	165,000	-											

+ See chapter 19 for defined terms.

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Number disposed		Shares	Options
	Direct	-	-
	Indirect	-	-
	Total	-	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	a-b) \$0.0160 per share		
No. of securities held after change		Shares	Options
	Direct	-	-
	Indirect	29,113,928	23,797,217
	Total	29,113,928	23,797,217
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	a-b) On-Market Acquisition		

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	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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



The CFO Solution

31.05.2012

+ See chapter 19 for defined terms.