

Appendix 3Y

Change of Director's Interest Notice

**** Re-lodgement of Appendix 3Y lodged 14 April 2011 (updated form)****

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	GREENLAND MINERALS AND ENERGY LIMITED
ABN	85 118 463 004

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	RODERICK CLAUDE MCILLREE
Date of last notice	28/04/2010

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	4,440,320 shares 6,092,775 listed options 2,200,000 unvested unlisted director options
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Upper Mantle Inv. P/L <McIllree Super Fund> 2,030,225 shares Marmac Holdings Pty Ltd (wholly owned company) 30,000 shares McIllree Family Account 5,000 shares 250,000 listed options
Date of change	4,400,000 (vesting of options) – 09/04/2011 1,079,225 (exercise of options) – 12/04/2011
No. of securities held prior to change	3,361,095 shares 2,772,000 listed options 6,600,000 unvested unlisted director options
Class	Shares and listed options
Number acquired	1,079,225 shares through exercise of same number of quoted options 4,400,000 listed options through vesting
Number disposed	0
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Exercise of options - \$215,845 Vesting of options - meeting of vesting criteria

+ See chapter 19 for defined terms.

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No. of securities held after change	4,440,320 shares 6,092,775 listed options 2,200,000 unvested unlisted director options
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Exercise of options and vesting of directors options

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 - Exercise of options and vesting are actions exempt from closed period restriction. Refer pt 15 Securities Trading Policy.
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

⁺ See chapter 19 for defined terms.