

# 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

|                       |                            |
|-----------------------|----------------------------|
| <b>Name of entity</b> | <b>MODUN RESOURCES LTD</b> |
| <b>ABN</b>            | <b>066 139 991</b>         |

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>    | James Thompson |
| <b>Date of last notice</b> | 17 June 2011   |

### 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>                                                                                                                                      | Indirect                                                                                                               |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Director of<br>RZJ Capital Management LLC                                                                              |
| <b>Date of change</b>                                                                                                                                                   | 9 January 2012                                                                                                         |
| <b>No. of securities held prior to change</b>                                                                                                                           | 35,000,000 ordinary shares<br>5,000,000 1 cent options expiring 31/12/11<br>3,000,000 2 cent options expiring 30/09/12 |
| <b>Class</b>                                                                                                                                                            | Shares                                                                                                                 |
| <b>Number acquired</b>                                                                                                                                                  | 5,000,000 shares from conversion of 1 cent<br>options expiring 31/12/11                                                |
| <b>Number disposed</b>                                                                                                                                                  | Nil                                                                                                                    |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                | \$50,000 for options                                                                                                   |

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+ See chapter 19 for defined terms.

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|                                                                                                                                                                             |                                                                          |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|
| <b>No. of securities held after change</b>                                                                                                                                  | 40,000,000 ordinary shares<br>3,000,000 2 cent options expiring 30/09/12 |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Exercise of 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.

|                                                                                                                                                                              |   |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|
| <b>Detail of contract</b>                                                                                                                                                    | - |
| <b>Nature of interest</b>                                                                                                                                                    | - |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                      | - |
| <b>Date of change</b>                                                                                                                                                        | - |
| <b>No. and class of securities to which interest related prior to change</b><br>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><br>Note: If consideration is non-cash, provide details and an estimated valuation                                                                 | - |
| <b>Interest after change</b>                                                                                                                                                 | - |

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+ See chapter 19 for defined terms.

**Part 3 – <sup>+</sup>Closed period**

|                                                                                                                                                               |     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>                                                          | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>                                                                               | N/A |

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<sup>+</sup> See chapter 19 for defined terms.