

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	FLINDERS MINES LIMITED
ABN	46 091 118 044

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	ROBERT MICHAEL KENNEDY
Date of last notice	3 October 2014

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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	TRIPLE EIGHT GOLD PTY LTD as trustee for the Blue Sky Trust in which R M Kennedy is one of the class of persons who may be a beneficiary RMK SUPER PTY LTD as trustee for the R M Kennedy Super Fund of which R M Kennedy is a member MANDURANG PTY LTD as trustee for the RM Kennedy Family Trust in which R M Kennedy is one of the class of persons who may be a beneficiary
Date of change	19 December 2014
No. of securities held prior to change	TRIPLE EIGHT GOLD PTY LTD 12,638,414 Ordinary Shares RMK SUPER PTY LTD 30,205,715 Ordinary Shares MANDURANG PTY LTD 155,871 Ordinary Shares
Class	Ordinary Shares

+ See chapter 19 for defined terms.

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Number acquired	TRIPLE EIGHT GOLD PTY LTD 1,000,000 Ordinary Shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.015/share
No. of securities held after change	TRIPLE EIGHT GOLD PTY LTD 13,638,414 Ordinary Shares RMK SUPER PTY LTD 30,205,715 Ordinary Shares MANDURANG PTY LTD 155,871 Ordinary Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in Share Purchase Plan

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

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Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	1 December 2014

Dated 19 December 2014

⁺ See chapter 19 for defined terms.