Rule 3.19A.2

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	**MTM CRITICAL METALS LTD**
ABN	**27 645 885 463**

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	JOHN HANNAFORD
Date of last notice	30 November 2022

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.	JAEK HOLDINGS PTY LTD <Hannaford Family Acc> (director and shareholder of trustee and beneficiary of super fund) RIVERVIEW CORPORATION PTY LTD (director and shareholder) JOHN & EMMA HANNAFORD SUPERANNUATION PTY LTD <The Hannaford Super Fund A/C> (director and shareholder of trustee and beneficiary of super fund) ROCKFORD PARTNERS PTY LTD* (director and shareholder)
Date of change	24 April 2023

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No. of securities held prior to change	JAEK HOLDINGS PTY LTD: Shares – 3,300,000 Options – 2,500,000 (Ex Price $0.30; Exp date 16/12/24) 1,499,999 (Ex Price $0.25; Exp date 16/11/24) RIVERVIEW CORPORATION PTY LTD Shares – 417,858 Options – 169,524 (Ex Price $0.25; Exp date 16/11/24) JOHN & EMMA HANNAFORD SUPERANNUATION PTY LTD Shares – 354,339 Options – 172,314 (Ex Price $0.25; Exp date 16/11/24) ROCKFORD PARTNERS PTY LTD: Shares – 428,572 Options – 300,000 (Ex Price $0.30, Exp date 16/12/24) 228,572 (Ex Price $0.25; Exp date 16/11/24)
Class	Ordinary Shares Options (Ex Price $0.25; Exp date 16/11/24)
Number acquired	Shares – 250,000 Options – 125,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$25,000
No. of securities held after change	JAEK HOLDINGS PTY LTD: Shares – 3,300,000 Options – 2,500,000 (Ex Price $0.30; Exp date 16/12/24) 1,499,999 (Ex Price $0.25; Exp date 16/11/24) RIVERVIEW CORPORATION PTY LTD Shares – 667,858 Options – 294,524 (Ex Price $0.25; Exp date 16/11/24) JOHN & EMMA HANNAFORD SUPERANNUATION PTY LTD Shares – 354,339 Options – 172,314 (Ex Price $0.25; Exp date 16/11/24) ROCKFORD PARTNERS PTY LTD: Shares – 428,572 Options – 300,000 (Ex Price $0.30, Exp date 16/12/24) 228,572 (Ex Price $0.25; Exp date 16/11/24)

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Placement (approved by shareholders at general meeting held 20th April 2023)

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

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

SIMON ADAMS
Company Secretary

1 May 2023

+ See chapter 19 for defined terms.

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