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	**PILBARA MINERALS LIMITED**
ABN	**95 112 425 788**

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	Anthony William Kiernan
Date of last notice	2 March 2023

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) Indirect (b) Direct
Nature of indirect interest **(including registered holder)** Note: Provide details of the circumstances giving rise to the relevant interest.	(a) Central Manhattan Pty Ltd <AW Kiernan Super Fund A/C> (b) Mr Anthony Kiernan
Date of change	1 June 2023

+ See chapter 19 for defined terms.

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No. of securities held prior to change	(a) 262,935 Ordinary shares (ASX:PLS) (b) 161,459 Ordinary shares (ASX:PLS) (b) 15,853 Share Rights vesting and automatically converting to shares in quarterly tranches on the following dates – Tranche 2 – Vesting Date 31 May 2023 Tranche 3 – Vesting Date 31 August 2023 Tranche 4 – Vesting Date 30 November 2023 Each tranche is subject to a service-based vesting condition and issued pursuant to the Company's shareholder approved Employee Award Plan and Non-Executive Director Fee Sacrifice Scheme (**NED Scheme**). (ASX:PLAU)
Class	Ordinary Shares (ASX:PLS) Share Rights (ASX:PLSAU)
Number acquired	(b) 5,284 Ordinary Shares
Number disposed	(b) 5,284 Ordinary Shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	As detailed in the Company's Appendix 3G lodged on 22 December 2022, Mr Kiernan was issued share rights in lieu of 40% of his pre-tax Director's fees for the 12-month period from 1 December 2022 to 30 November 2023. Tranche 2, being the conversion of 5,284 share rights into 5,284 ordinary shares, represented fee sacrifice contributions for the three month period from 1 March 2023 to 31 May 2023.
No. of securities held after change	(a) 262,935 Ordinary shares (ASX:PLS) (b) 166,743 Ordinary shares (ASX:PLS) (b) 10,569 Share Rights vesting and automatically converting to shares in quarterly tranches on the following dates – Tranche 3 – Vesting Date 31 August 2023 Tranche 4 – Vesting Date 30 November 2023 Each tranche is subject to a service-based vesting condition and issued pursuant to the Company's shareholder approved Employee Award Plan and Non-Executive Director Fee Sacrifice Scheme (**NED Scheme**). (ASX:PLAU)

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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	Share rights were granted to Mr Kiernan on 20 December 2022 pursuant to the Company's Employee Award Plan and the NED Fee Sacrifice Scheme, approved by Shareholders at the Company's AGM on 17 November 2020. Details of the Scheme and issue of share rights to Non-Executive Directors were disclosed in Appendix 3G dated 22 December 2022. The Tranche 2 issue of ordinary shares under the Scheme to Mr Kiernan represents the second quarterly vesting of 5,284 share rights on 31 May 2023. These share rights automatically converted into an equal number of ordinary shares which were issued on 1 June 2023. As disclosed in the Appendix 3G, shares issued under the Scheme are subject to a disposal Restriction Period equal to the earlier of 18 months from the date of issue and the date Mr Kiernan ceases to be a director of the Company. Accordingly, the shares issued in Tranche 2 have been placed in escrow until 1 December 2024 (or such earlier date as required).

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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	
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

+ See chapter 19 for defined terms.

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