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	Paul NIARDONE
Date of last notice	15 April 2024

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.	TRINDIS PTY LTD (director and shareholder of registered holder)
Date of change	29 November 2024
No. of securities held prior to change	Shares – Nil Options (unlisted) – Nil
Class	Ordinary Shares Options (Unlisted – Ex Price $0.25, Exp date 25/03/27)
Number acquired	1. Shares –307,962 2. Options (Unlisted – Ex Price $0.25, Exp date 25/03/27)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	1. Shares purchased - $20,000 2. Options (Unlisted) – $Nil
No. of securities held after change	Shares – 307,962 Options – 2,000,000 (Unlisted Director Options - Ex Price $0.25, Exp date 25/03/27)

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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	1. Placement (approved by shareholders at general meeting held 27th November 2024) 2. Unlisted options issued as part of director appointment (approved by shareholders at general meeting held 27th November 2024)

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

3 December 2024

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