

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 CHALICE GOLD MINES LIMITED
ABN 47 116 648 956

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	Tim R B Goyder
Date of last notice	12 July 2019

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	Direct and indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Plato Prospecting Pty Ltd (ACN 008 964 896) as trustee for TRB Goyder Superannuation Fund. Tim Goyder is the sole Director and Shareholder of Plato Prospecting Pty Ltd and a member of the TRB Goyder Superannuation Fund. Lotaka Pty Ltd (ACN 008 939 192). Tim Goyder is the sole Director and Shareholder of Lotaka Pty Ltd. Linda Goyder is the wife of Tim Goyder.
Date of change	28 November 2019

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<p><u>Ordinary Shares</u></p> <ul style="list-style-type: none"> • Lotaka: 314,927 fully paid ordinary shares • Tim Goyder: 42,433,945 fully paid ordinary shares • Plato Prospecting <TRB Goyder Super Fund A/C>: 2,826,337 fully paid ordinary shares • Linda Goyder: 400,000 fully paid ordinary shares <p>Total: 45,975,209 ordinary shares</p> <p><u>Performance Rights</u></p> <p>1,217,989 - vesting 30 June 2020, expiring 30 June 2021</p> <p>871,751 - vesting 30 June 2021, expiring 30 June 2022</p>
<p>Class</p>	<p>Performance Rights under the Employee Securities Incentive Plan.</p>
<p>Number acquired</p>	<p>735,294 Performance Rights, vesting 30 June 2022, expiring 30 June 2023.</p>
<p>Number disposed</p>	<p>N/A</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>N/A</p>
<p>No. of securities held after change</p>	<p><u>Ordinary Shares</u></p> <ul style="list-style-type: none"> • Lotaka: 314,927 fully paid ordinary shares • Tim Goyder: 42,433,945 fully paid ordinary shares • Plato Prospecting <TRB Goyder Super Fund A/C>: 2,826,337 fully paid ordinary shares • Linda Goyder: 400,000 fully paid ordinary shares <p>Total: 45,975,209 ordinary shares</p> <p><u>Performance Rights</u></p> <p>1,217,989 - vesting 30 June 2020, expiring 30 June 2021</p> <p>871,751 - vesting 30 June 2021, expiring 30 June 2022</p> <p>735,294- vesting 30 June 2022, expiring 30 June 2023</p> <p>Each Performance Right will convert to one fully paid ordinary share for nil cash consideration subject to the satisfaction of performance vesting conditions based on Absolute Total Shareholder Return ("TSR"), relative TSR objectives and achieving key business objectives.</p>

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<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>This notification is in respect of the award of Unlisted Options under the Employee Share Option Plan and Performance Rights under Employee Securities Incentive Plan as approved by shareholders on 27 November 2019 at the Annual General Meeting of the Company.</p>
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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	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

⁺ See chapter 19 for defined terms.