

# 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 | <b>WHITE CLIFF MINERALS LIMITED</b> |
| ABN            | <b>22 126 299 125</b>               |

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    | <b>TODD JEFFERY HIBBERD</b> |
| Date of last notice | 3 <sup>rd</sup> May 2012    |

### 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/Direct   |
| Nature of indirect interest<br>(including registered holder)<br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Shareholder and director of Terra Aqua Pty Ltd atf The Terra Rosso Super Fund and atf The Terra Verde Trust |
| Date of change  | 4 <sup>th</sup> May 2012  |
| No. of securities held prior to change  | Indirect – 3,601,489 fully paid shares<br>Direct – 1,500,000 30 June 2014 options exercisable at 25 cents   |
| Class   | Ordinary fully paid ordinary shares   |
| Number acquired   | 104,225   |
| Number disposed   | Nil   |
| Value/Consideration<br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>   | \$0.048 per share   |
| No. of securities held after change   | Indirect – 3,705,714 fully paid shares<br>Direct – 1,500,000 30 June 2014 options exercisable at 25 cents   |

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+ See chapter 19 for defined terms.

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|  |                  |
|--|------------------|
| <p><b>Nature of change</b><br/>         Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p>On market</p> |
|--|------------------|

**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.

|   |                                       |
|---|---------------------------------------|
| <p><b>Detail of contract</b></p>  | <p>Employment Contract</p>            |
| <p><b>Nature of interest</b></p>  | <p>Provision of personal services</p> |
| <p><b>Name of registered holder (if issued securities)</b></p>  |                                       |
| <p><b>Date of change</b></p>  |                                       |
| <p><b>No. and class of securities to which interest related prior to change</b><br/>         Note: Details are only required for a contract in relation to which the interest has changed</p> |                                       |
| <p><b>Interest acquired</b></p>   |                                       |
| <p><b>Interest disposed</b></p>   |                                       |
| <p><b>Value/Consideration</b><br/>         Note: If consideration is non-cash, provide details and an estimated valuation</p>   |                                       |
| <p><b>Interest after change</b></p>   |                                       |

**Part 3 – +Closed period**

|  |            |
|--|------------|
| <p>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</p> | <p>No</p>  |
| <p>If so, was prior written clearance provided to allow the trade to proceed during this period?</p>   | <p>N/a</p> |
| <p>If prior written clearance was provided, on what date was this provided?</p>  | <p>N/a</p> |

+ See chapter 19 for defined terms.