

# 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	Sumatra Copper & Gold plc
ABN	14 136 694 267

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	Gavin Caudle
Date of last notice	7 March 2014

### 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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Provident Minerals Pte Ltd - (Director and shareholder)
Date of change	3 October 2014
No. of securities held prior to change	Provident Minerals Pte Ltd - 107,632,030 CHESS Depository Interests (Director and shareholder)  HSBC Custody Nominees (Australia) Limited - 5,138,620 CHESS Depository Interests (beneficial holder is Provident Minerals Pte Ltd, a company which G. Caudle is a Director and shareholder)
Class	CHESS Depository Interests.
Number acquired	82,014,893 CHESS Depository Interests.
Number disposed	Nil.

+ See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Deemed issue price of A\$0.046 each.
<b>No. of securities held after change</b>	Provident Minerals Pte Ltd – 189,646,923 CHESS Depository Interests (Director and shareholder)  HSBC Custody Nominees (Australia) Limited - 5,138,620 CHESS Depository Interests (beneficial holder is Provident Minerals Pte Ltd, a company which G. Caudle is a Director and shareholder)
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of CDIs as announced to ASX on 2 October 2014 on conversion under the terms of the Convertible Loan Facility Agreement dated 4 December 2013 (the "Facility") to Provident Minerals Pte Ltd on conversion of the capitalised value of the Facility, including interest and the Facility fee, into CHESS Depository Interests (CDIs) in the Company.

### 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.

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

+ See chapter 19 for defined terms.

Interest after change	N/A
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**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

**EXPLANATION FOR LATE LODGEMENT OF CHANGE IN DIRECTOR'S INTEREST NOTICE**

Having regard to ASX Listing Rules 3.19A and 3.19B and Guidance Note 22: "Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities", the Company makes the following submissions in relation to the late lodgement of the Change of Director's Interest Notice for Mr Caudle:

**(1) Explanation for late lodgement of Appendix 3Ys**

The Appendix 3Y was not lodged within 5 business days after the change of Director's interests due to an internal administrative oversight. The oversight was corrected as soon as the Company became aware of it. Whilst the Company did not release the Appendix 3Y regarding the changes in Mr Caudle's interest in the timeframe required by the Listing Rules, the Company had disclosed to the market through an announcement to ASX on 2 October 2014 the conversion of the Convertible Loan Facility Agreement dated 4 December 2013 (the "Facility") and the issue of CHESS Depository Interests (CDIs) to Provident Minerals Pte Ltd.

The Company confirms that it is aware of and understands its obligations under the Corporations Act 2001 (Cth) and the ASX Listing Rules, in particular the obligations under ASX Listing Rules 3.19A and 3.19B.

**(2) Arrangements in place between the Company and its Directors to ensure that it is able to meet its minimum disclosure obligations under ASX Listing Rule 3.19A**

The Company considers that it has the necessary reporting and notification policies in place to ensure compliance with the disclosure obligations under Listing Rule 3.19A. In addition, the Company has adopted a Corporate Governance Plan on 26 March 2014 which includes the Securities Trading Policy. The Directors are aware of their obligations under the ASX Listing Rules that require the Company to notify the ASX within 5 business days after any dealing in securities of the Company (either personally or through an associate) which results in a change in the relevant interests of a Director in the securities of the Company. The Company has made arrangements with each Director to ensure that the Director promptly discloses to the Company Secretary all the information required by the ASX.

**(3) Additional steps being considered by the Company to ensure compliance with Listing Rule 3.19B**

The Company considers its current arrangements are adequate for ensuring the timely notification however in light of the delay described above all Directors have been reminded of their obligations to promptly inform the Company Secretary of any changes in their relevant interests in accordance with the ASX Listing Rules and the Company's Trading Policy.

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