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	**Talga Group Ltd**
ABN	**32 138 405 419**

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	Mark Thompson
Date of last notice	31 July 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	Indirect Interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	(1) Via Lateral Minerals Pty Ltd ATF Sungold Superannuation Account, a Company in which Mr Thompson has a relevant interest, and (2) Via Lateral Minerals Pty Ltd ATF the Thompson Family Trust, a Company in which Mr Thompson has a relevant interest
Date of change	(1) 4 December 2023 (2) 30 November 2023
No. of securities held prior to change	<u>Indirect</u> (1) 1,554,901 Ordinary Shares (2) 12,827,273 Ordinary Shares 4,000,000 options exercisable at $1.12 and subject to vesting conditions to be satisfied by the milestone date of 30 Nov 2023, and expiring 31 Dec 2023.

+ See chapter 19 for defined terms.

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Class	(1) Ordinary shares (2) Ordinary shares and unlisted options
Number acquired /issued	(1) 30,000 (2) Nil
Number disposed / lapsed	(1) Nil (2) Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(1) $30,000 (2) N/A
No. of securities held after change	Indirect (3) 1,584,901 Ordinary Shares (4) 12,827,273 Ordinary Shares* 4,000,000 options exercisable at $1.12 and subject to vesting conditions to be satisfied by the milestone date of 31 Dec 2024, and expiring 30 Jun 2025. *Including 1,300,000 Ordinary Shares (**Secured Shares**) held by Equities First Holdings LLC (**Equities First**) under a loan facility (**Loan**). Under the terms of the Loan, Equities First will only exercise any rights it may have to vote the Secured Shares as directed by Lateral Minerals ATF the Thompson Family Trust (**Lateral Minerals**) from time to time. The Secured Shares will be returned to Lateral Minerals on repayment of the Loan, in accordance with the terms of the Loan.
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) Acquisition of securities under share purchase plan (2) Amended milestone date and expiry date of 4,000,000 options exercisable at $1.12 and subject to vesting conditions as approved at the Talga Group Ltd AGM on 30 Nov 2023.

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

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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?	
If prior written clearance was provided, on what date was this provided?	

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