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	**PILBARA MINERALS LIMITED**
ABN	**95 112 425 788**

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	Dale Robert Henderson
Date of last notice	5 March 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	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	26 September 2024
No. of securities held prior to change	1,407,673 Ordinary Shares (ASX:PLS) 167,150 unlisted Options expiry 31 December 2025 (exercise price $1.4041) with a three-year vesting period ending on 30 June 2024 (ASX:PLSAO) 102,556 Performance Rights with a three-year vesting period ending on 30 June 2024 (ASX:PLSAN) 843,075 Performance Rights with a three-year vesting period ending on 30 June 2025 (ASX:PLSAT) 417,985 Performance Rights with a three-year vesting period ending on 30 June 2026 (ASX:PLSAAA)

+ See chapter 19 for defined terms.

Class	Ordinary Shares (ASX:PLS) Unlisted Options expiring 31 December 2025 (exercise price $1.4041) with a three-year vesting period ending on 30 June 2024 (ASX:PLSAO) Performance Rights with a three-year vesting period ending on 30 June 2024 (ASX:PLSAN)
Number acquired	187,014 Ordinary Shares
Number disposed	a) 102,556 Performance Rights (vested and converted to ordinary shares). b) 167,150 unlisted Options vested and exercised pursuant to a cashless exercise facility under the Company's Employee Award Plan, resulting in the issue of 84,458 Ordinary shares and the cessation of 82,692 unlisted Options.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	a) Nil consideration pursuant to a cashless exercise facility under the Company's Employee Award Plan. b) Nil consideration payable on exercise of performance rights issued under the Company's Employee Award Plan.
No. of securities held after change	1,594,687 Ordinary Shares (ASX:PLS) 843,075 Performance Rights with a three-year vesting period ending on 30 June 2025 (ASX:PLSAT) 417,985 Performance Rights with a three-year vesting period ending on 30 June 2026 (ASX:PLSAAA)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Exercise of Options and Performance Rights allocated to Mr Henderson for the FY2022 LTI Scheme, pursuant to the Company's Employee Award Plan, and issue of Ordinary Shares on exercise of the afore-mentioned Options and Performance Rights.

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

+ See chapter 19 for defined terms.

Nature of interest	
Name of registered holder **(if issued securities)**	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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.