

# 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

<b>Name of entity</b>	Inca Minerals Limited
<b>ABN</b>	128 512 907

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.

<b>Name of Director</b>	Ross Brown
<b>Date of last notice</b>	04/04/2013 (Form 604)

### 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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	19/12/2013
<b>No. of securities held prior to change</b>	23,000,000
<b>Class</b>	Ordinary Fully Paid
<b>Number acquired</b>	285,715
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	A\$10,000.00
<b>No. of securities held after change</b>	23,285,715

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+ See chapter 19 for defined terms.

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<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	Acquisition through a Share Purchase Plan.
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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.

<b>Detail of contract</b>	Managing Director's Employment Contract
<b>Nature of interest</b>	Performance based remuneration - Fully paid ordinary ICG shares in lieu of cash.
<b>Name of registered holder (if issued securities)</b>	Ross Brown
<b>Date of change</b>	18 December 2013
<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	Nil
<b>Interest acquired</b>	Interest in fully paid ordinary ICG shares, in lieu of cash, is subject to achievement of key performance outcomes and is subject to Shareholder approval.
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	That number of fully paid ordinary shares which equates to A\$20,000.00. In calculating the number of shares that may become payable, the inferred issue price shall be the volume weighted average price of ICG shares for the 5 trading days immediately before ICG shares are issued.
<b>Interest after change</b>	N/A

### Part 3 – +Closed period

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

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