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	**AUKING MINING LIMITED**
ABN	**29 070 859 522**

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	Paul Williams
Date of last notice	25 October 2016

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	
Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest.	Holding in own name and in name of Paul R Williams Family Trust (Director is a trustee and beneficiary of the Trust) and in name of Paul Robert Williams & Jill Caroline Strachan <Paul R Williams Super Fund A/C>
Date of change	27 November 2017
No. of securities held prior to change Holding in name of Paul R Williams Family Trust Holding in name of Paul Robert Williams & Jill Caroline Strachan <Paul R Williams Super Fund A/C> Holding in own name	350,000 ordinary shares 10,357,173 ordinary shares 2,000,000 Class D Performance Shares Each Class D Performance Share will automatically convert into one Share at a time when the Company achieves a positive EBITDA in respect of operations for a consecutive period of 3 months from an asset of the Company on or before 26/11/17.

+ See chapter 19 for defined terms.

Class	Class D Performance Shares
Number acquired	Nil
Number disposed	2,000,000
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of securities held after change Holding in name of Paul R Williams Family Trust Holding in name of Paul Robert Williams & Jill Caroline Strachan <Paul R Williams Super Fund A/C>	350,000 ordinary shares 10,357,173 ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Lapse of Performance Shares.

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
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. & 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?	N/A
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?	

+ See chapter 19 for defined terms.