

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	Atlas Pearls Ltd
ABN	32 009 220 053

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	Geoffrey Newman
Date of last notice	27 May 2022

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) Note: Provide details of the circumstances giving rise to the relevant interest.	Mrs Cheryl Louise Newman and Mr Geoffrey Grosvenor Newman <Geryl A/C> and G. G. Newman and C. L. Newman <Geryl Super Fund A/C> - trustee and beneficiary of accounts.
Date of change	19 February 2024

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<p>G. G. Newman and C. L. Newman <Geryl Super Fund A/C> - 1,847,154 fully paid ordinary shares.</p> <p>Mrs Cheryl Louise Newman and Mr Geoffrey Grosvenor Newman <Geryl A/C> - 716,289 fully paid ordinary shares. 510,478 unquoted options exercisable at \$0.065 each on or before 30/9/24. 765,718 unquoted options exercisable at \$0.07 each on or before 30/9/24. 1,276,196 unquoted options exercisable at \$0.075 each on or before 30/9/24.</p>
Class	Fully paid ordinary shares, unquoted options exercisable at \$0.065 each on or before 30/9/24 and unquoted options exercisable at \$0.07 each on or before 30/9/24.
Number acquired	1,276,196 fully paid ordinary shares
Number disposed	510,478 unquoted options exercisable at \$0.065 each on or before 30 September 2024. 765,718 unquoted options exercisable at \$0.07 each on or before 30 September 2024.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	510,478 shares - \$0.065 each. 765,718 shares - \$0.07 each.

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No. of securities held after change	<p>G. G. Newman and C. L. Newman <Geryl Super Fund A/C> - 3,123,350 fully paid ordinary shares. *</p> <p>Mrs Cheryl Louise Newman and Mr Geoffrey Grosvenor Newman < Geryl A/C> - 716,289 fully paid ordinary shares. 1,276,196 unquoted options exercisable at \$0.075 each on or before 30/9/24.</p> <p><i>* 1,276,196 fully paid ordinary shares were transferred off-market from Mrs Cheryl Louise Newman and Mr Geoffrey Grosvenor Newman <Geryl A/C> to G. Newman and C. L. Newman <Geryl Super Fund A/C> following exercise of the options.</i></p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	<p>Exercise of 510,478 options exercisable at \$0.065 each on or before 30 September 2024 and 765,718 options exercisable at \$0.07 each on or before 30 September 2024 into fully paid ordinary shares.</p>

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	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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A

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Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.