

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 30/9/2001.

Name of entity	MATSA RESOURCES LIMITED
ABN	48 106 732 487

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 Poli
Date of last notice	8 December 2009

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Paul Poli & Sonya Poli ATF for P Poli Superannuation Fund P Poli as trustee for P Poli Family Trust
Date of change	1, 2 3 and 7 December 2009
No. of securities held prior to change	9,945,933 Fully Paid Ordinary Shares 3,747,733 Unlisted options exercisable at \$0.35 each expiring 1 July 2011 4,000,000 Unlisted options exercisable at \$0.50 each expiring 1 July 2012 1,000,000 Unlisted options exercisable at \$0.273 each expiring 26 November 2012
Class	Ordinary fully paid shares
Number acquired	255,000
Number disposed	Nil

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.27 per share
No. of securities held after change	10,200,933 Fully Paid Ordinary Shares 3,747,733 Unlisted options exercisable at \$0.35 each expiring 1 July 2011 4,000,000 Unlisted options exercisable at \$0.50 each expiring 1 July 2012 1,000,000 Unlisted options exercisable at \$0.273 each expiring 26 November 2012
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade

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	
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	

+ See chapter 19 for defined terms.