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Change of Director's Interests

File Reference:

I:\Operations\Projects\NETS Project\NSX install package USB key\Issuer Documents\NSX Change in Directors
Interests.doc



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Introduction

To ensure the efficient processing of this form by NSX, please:

1. Adhere to the suggested number of the annexures required by this form.
2. Complete **all** statements and questions in this form. (NSX can provide an electronic version of this form on request).

More Information and Submission of Form:

Further information can be obtained from and all applications should be sent to:

Manager, Admissions
National Stock Exchange of Australia Limited
PO BOX 283
Newcastle NSW 2300

Phone: +61 2 4929 6377
Fax: + 61 2 4929 1556
<http://www.nsx.com.au>

Change of Director's Interest Notice

Information or documents not available now must be given to NSX as soon as available. Information and documents given to NSX become NSX's property and may be made public.

Name of entity MGT RESOURCES LIMITED
ABN 38 131 715 645

We (the entity) give NSX the following information under section 205G of the Corporations Act.

Name of Director	Jonathan Paul Back
Date of last notice	1 April 2011

Part 1 - Change of director's relevant interests in securities

Direct or indirect interest	Direct: Jonathan Paul Back Indirect: HSBC Custody Nominees (Australia) Limited
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	HSBC Custody Nominees (Australia) Limited
Date of change	4 April 2011
No. of securities held prior to change	Jonathan Paul Back: 9,000,000 HSBC Custody Nominees (Australia) Limited: 51,752,080 TOTAL: 60,752,080
Class	Ordinary Fully Paid Shares
Number acquired	5,010,980
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	
No. of securities held after change	Jonathan Paul Back: 14,010,980 HSBC Custody Nominees (Australia) Limited: 51,752,080 TOTAL: 65,763,060
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back.	Off Market Transfer

Part 2 – Change of director's interests in contracts

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	