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 | Fortescue Metals Group Ltd | |
|-----------------------|----------------------------|--|
| ABN 57 002 5 9 | 4 872 | |

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 | Neville Power |
|---------------------|------------------|
| Date of last notice | 12 December 2012 |

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 | Direct & Indirect | |
|--|--|--|
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | NJ & IE Power ATF Power Family Super Fund. Ashglen Developments Pty Ltd ATF Ashglen Trust. | |
| Date of change | 25 January 2013 | |
| No. of securities held prior to change | A. 866,321 B. 419,255 C. 341,158 | |
| Class | A. Ordinary SharesB. FY2012 Performance RightsC. FY2013 Performance Rights | |
| Number acquired | A. 245,369 B. Nil C. Nil | |
| Number disposed | A. Nil B. 419,255 C. Nil | |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | \$Nil | |
| No. of securities held after change | A. 1,111,888 B. Nil C. 341,158 | |

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⁺ See chapter 19 for defined terms.

| Nature of change | FY2012 Performance Rights. | |
|--|---|--|
| Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | (a) Vesting of 245,369 FY2012 Performance | |
| | Rights granted in 2012 has occurred. | |
| | One ordinary fully paid share was | |
| | acquired for each Performance Right that | |
| | has vested. Shares for this vesting of | |
| | performance rights were purchased on- | |
| | market by the Fortescue Employee Share | |
| | Trust. No new Fortescue shares were | |
| | issued. | |
| | (b) Lapse of 173,886 FY2012 Performance | |
| | Rights has occurred. | |

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 Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| Interest acquired | N/A |
| Interest disposed | N/A |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| Interest after change | N/A |

Part 3 - +Closed period

| Were the interests in the securities or contracts detailed | No |
|---|----|
| above traded during a *closed period where prior written clearance was required? | |
| 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? | |

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⁺ See chapter 19 for defined terms.