

7 September 2016



The Companies Officer
Australian Securities Exchange Ltd
Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000

Dear Sir or Madam,

Vesting and Lapse of Performance Rights

Please find attached Appendix 3Y for Executive Directors including changes due to the vesting and lapse of Performance Rights issued under the shareholder approved Fortescue Metals Group Ltd (ASX: FMG, Fortescue) Performance Share Plan (PSP).

Yours sincerely
Fortescue Metals Group

Ian Wells
Company Secretary

Media contact:

Luke Forrestal

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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 57 002 594 872

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	15 December 2015

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	NJ & IE Power ATF Power Family Super Fund. Ashglen Developments Pty Ltd ATF Ashglen Trust. Pacific Custodians Pty Limited as trustee of the Fortescue Metals Group Limited Employee Share Trust, which holds ordinary shares acquired in respect of vested Performance Rights.
Date of change	2 September - 7 September 2016
No. of securities held prior to change	A. 2,526,307 B. 853,000 C. 660,837 D. 2,291,413
Class	A. Ordinary Shares B. FY2014 Performance Rights (unvested) C. FY2015 Performance Rights (unvested) D. FY2016 Performance Rights (unvested)
Number acquired	A. 838,181 B. Nil C. Nil D. Nil

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+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

Number disposed	A. 413,250 B. 853,000 C. Nil D. 624,931
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2,084,748.25
No. of securities held after change	A. 2,951,238 B. 0 C. 660,837 D. 1,666,482
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<p>Vesting of FY2014 Performance Rights</p> <p>A. Acquisition of Ordinary Shares (purchased on-market by the Fortescue Employee Share Trust) on vesting of 213,250 Performance Rights granted under the FY2014 Long Term Incentive Plan. No new Fortescue shares were issued.</p> <p>B. Lapse of 853,000 Performance Rights granted under the FY2014 Long Term Incentive Plan.</p> <p>Vesting of FY2016 Performance Rights</p> <p>A. Vesting of 624,931 FY2016 Performance Rights granted under the FY2016 Executive & Senior Staff Incentive Plan (ESSIP). One ordinary fully paid share has been purchased on-market by the Fortescue Employee Share Trust for each FY2016 ESSIP Performance Right that has vested. Ordinary shares are held by the Fortescue Employee Share Trust until exercise. No new Fortescue shares were issued.</p> <p>D. Lapse of 624,931 Performance Rights granted under the FY2016 Executive & Senior Staff Incentive Plan (ESSIP).</p> <p>Disposal of Ordinary Shares</p> <p>A. Disposal of ordinary shares to fund tax payment.</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

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+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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
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?	
If prior written clearance was provided, on what date was this provided?	

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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 57 002 594 872

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	Mr Stephen Pearce
Date of last notice	3 August 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	Direct & Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	S&C Pearce Superannuation Fund (Family Super Fund) Pacific Custodians Pty Limited as trustee of the Fortescue Metals Group Limited Employee Share Trust, which holds ordinary shares acquired in respect of vested Performance Rights.
Date of change	2 September 2016
No. of securities held prior to change	A. 227,409 B. 331,723 C. 242,858 A. 842,094
Class	A. Ordinary Shares B. FY2014 Performance Rights (unvested) C. FY2015 Performance Rights (unvested) D. FY2016 Performance Rights (unvested)
Number acquired	A. 312,593 B. Nil C. Nil D. Nil

Appendix 3Y
Change of Director's Interest Notice

Number disposed	A. Nil B. 331,723 C. Nil D. 229,662
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	A. Nil
No. of securities held after change	A. 540,002 B. 0 C. 242,858 D. 612,432
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<p>Vesting of FY2014 Performance Rights</p> <p>A. Acquisition of Ordinary Shares (purchased on-market by the Fortescue Employee Share Trust) on vesting of 82,931 Performance Rights granted under the FY2014 Long Term Incentive Plan. No new Fortescue shares were issued.</p> <p>B. Lapse of 331,723 Performance Rights granted under the FY2014 Long Term Incentive Plan.</p> <p>Vesting of FY2016 Performance Rights</p> <p>A. Vesting of 229,662 FY2016 Performance Rights granted under the FY2016 Executive & Senior Staff Incentive Plan (ESSIP). One ordinary fully paid share has been purchased on-market by the Fortescue Employee Share Trust for each FY2016 ESSIP Performance Right that has vested. Ordinary shares are held by the Fortescue Employee Share Trust until exercise. No new Fortescue shares were issued.</p> <p>D. Lapse of 229,662 FY2016 Performance Rights granted under the FY2016 Executive & Senior Staff Incentive Plan (ESSIP).</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

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+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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
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?	
If prior written clearance was provided, on what date was this provided?	