

6 May 2019

ASX Code: AGS

No. of pages: 11

Appendix 3Y – Change of Director’s Interest Notice

DETAILS OF ANNOUNCEMENT

As a result of the recent Entitlement Offer undertaken by the Company the following forms are lodged:

- Appendix 3Y – Mr Ian Jeffrey Gandel – 3 Pages
- Appendix 3Y – Mr Stephen Fredrick Johnston – 4 Pages
- Appendix 3Y – Mr Anthony Dean Lethlean – 3 Pages

For and on behalf of the Board

Bob Tolliday
Company Secretary
+61 3 9697 9090

Further information relating to the Company and its various exploration projects can be found on the Company’s website at www.allianceresources.com.au

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:	ALLIANCE RESOURCES LTD
ABN:	38 063 293 336

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 Ian J Gandel
Date of last notice	16 October 2018

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.	Abbotsleigh Proprietary Limited (ATF The I Gandel Share Investment Trust) - Mr Gandel is a director of Abbotsleigh Proprietary Limited, and a beneficiary under The I Gandel Share Investment Trust Abbotsleigh Proprietary Limited (ATF Abbotsleigh Superannuation Fund) - Mr Gandel is a director of Abbotsleigh Proprietary Limited, and a member of the Abbotsleigh Superannuation Fund
Date of change	3 May 2019

+ See chapter 19 for defined terms.

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No. of securities held prior to change	Ordinary Shares - Abbotsleigh Proprietary Limited (ATF The I Gandel Share Investment Trust) 29,547,438 Ordinary Shares - Abbotsleigh Proprietary Limited (ATF Abbotsleigh Superannuation Fund) 3,410,000
Class	Ordinary Shares
Number acquired	16,478,719
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$1,565,478.30 (pursuant to rights issue at \$0.095 per share)
No. of securities held after change	Ordinary Shares - Abbotsleigh Proprietary Limited (ATF The I Gandel Share Investment Trust) 44,321,157 Ordinary Shares - Abbotsleigh Proprietary Limited (ATF Abbotsleigh Superannuation Fund) 5,115,000
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>	Purchase of shares pursuant to rights issue entitlements and sub-underwriting agreement as detailed in the Offer Document

+ See chapter 19 for defined terms.

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

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

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Change of Director's Interest Notice

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Introduced 30/09/01 Amended 01/01/11

Name of entity: ALLIANCE RESOURCES LTD
ABN: 38 063 293 336

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	STEPHEN F JOHNSTON
Date of last notice	9 December 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) Note: Provide details of the circumstances giving rise to the relevant interest.	Minlink Pty Ltd <Stephen Johnston S/Fund A/C> Minlink Pty Ltd <SF Johnston Family A/C> Stephen F Johnston – MD Options Mr Johnston is the sole director and shareholder of Minlink Pty Ltd, and a beneficiary under the Stephen Johnston Super Fund and the SF Johnston Family Trust
Date of change	3 May 2019

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<p>a) 1,411,779 Ordinary Shares</p> <p>b) 4,000,000 Unlisted ESP Options as detailed below:</p> <ul style="list-style-type: none"> - 1,000,000 MD's options – now vested - exercisable at \$0.12 – Expiry: 31 August 2019 - 1,000,000 MD's options – now vested - exercisable at \$0.16 – Expiry: 31 August 2020 - 1,000,000 MD's options – now vested - exercisable at \$0.20 – Expiry: 31 August 2021 - 1,000,000 MD's options – Vesting Date 1 September 2019 - exercisable at \$0.24 – Expiry: 31 August 2022
Class	<p>a) Ordinary Shares</p> <p>b) Unlisted ESP Options</p>
Number acquired	705,890 Ordinary Shares
Number disposed	Nil
<p>Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small></p>	\$67,059.55 (pursuant to rights issue at \$0.095 per share)

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<p>No. of securities held after change</p>	<p>a) 2,117,669 Ordinary Shares</p> <p>b) 4,000,000 Unlisted ESP Options as detailed below:</p> <ul style="list-style-type: none"> - 1,000,000 MD's options – now vested - exercisable at \$0.1192 – Expiry: 31 August 2019 - 1,000,000 MD's options – now vested - exercisable at \$0.1592 – Expiry: 31 August 2020 - 1,000,000 MD's options – now vested - exercisable at \$0.1992 – Expiry: 31 August 2021 - 1,000,000 MD's options – Vesting Date 1 September 2019 - exercisable at \$0.2392 – Expiry: 31 August 2022
<p>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>	<p>Purchase of shares pursuant to rights issue entitlements</p>

+ See chapter 19 for defined terms.

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

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.

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Introduced 30/09/01 Amended 01/01/11

Name of entity:	ALLIANCE RESOURCES LTD
ABN:	38 063 293 336

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	Anthony D Lethlean
Date of last notice	16 October 2018

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.	Rocky Rises Pty Ltd plus Anthony Lethlean & Luisa Lethlean (RYSELTO FAMILY TRUST ACCOUNT) Mr Lethlean is a director and shareholder of Rocky Rises Pty Ltd, and a beneficiary under the Ryselto Family Trust Mr Anthony Dean Lethlean (A&L LETHLEAN S/F ACCOUNT) Mr Lethlean is a member of the A&L Lethlean Super Fund
Date of change	3 May 2019

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No. of securities held prior to change	Ordinary Shares - 487,501 Rocky Rises Pty Ltd plus Anthony Lethlean & Luisa Lethlean (RYSELTO FAMILY TRUST ACCOUNT)
	Ordinary Shares - 100,000 Mr Anthony Dean Lethlean (A&L LETHLEAN S/F ACCOUNT)
Class	Ordinary Shares
Number acquired	293,751
Number disposed	N/A

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$27,906.35 (pursuant to rights issue at \$0.095 per share)
No. of securities held after change	Ordinary Shares - 731,252 Rocky Rises Pty Ltd plus Anthony Lethlean & Luisa Lethlean (RYSELTO FAMILY TRUST ACCOUNT)
	Ordinary Shares - 150,000 Mr Anthony Dean Lethlean (A&L LETHLEAN S/F ACCOUNT)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Purchase of shares pursuant to rights issue entitlements

+ See chapter 19 for defined terms.

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

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.