

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	18 September 2019

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
<p>Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<p>Abbotsleigh Proprietary Limited – Mr Gandel has a relevant interest in Alliance shares arising under section 608(3)(b) of the Corporations Act 2001 in relation to Abbotsleigh Proprietary Limited. Mr Gandel is a director of Abbotsleigh Proprietary Limited, and a beneficiary under both The I Gandel Share Investment Trust and the Abbotsleigh Superannuation Fund for which Abbotsleigh Proprietary Limited holds Alliance shares as trustee.</p> <p>Gandel Metals Pty Ltd - Mr Gandel has a relevant interest in Alliance shares arising under section 608(3)(b) of the Corporations Act 2001 in relation to Abbotsleigh Proprietary Limited, the latter which controls Gandel Metals Pty Ltd. Mr Gandel is the sole director of Gandel Metals Pty Ltd, and a beneficiary under the Gandel Mining Trust for which Alliance shares are held by Gandel Metals Pty Ltd as trustee.</p>

+ See chapter 19 for defined terms.

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Date of change	18 September 2019 to 24 September 2019
No. of securities held prior to change	<p>Ordinary Shares - Abbotsleigh Proprietary Limited (ATF The I Gandel Share Investment Trust) 43,998,007</p> <p>Ordinary Shares - Abbotsleigh Proprietary Limited (ATF Abbotsleigh Superannuation Fund) 5,438,150</p> <p>Ordinary Shares – Gandel Metals Pty Ltd (ATF Gandel Mining Trust) 15,816,210</p>
Class	Ordinary Shares
Number acquired	6,695,873
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$937,422.22 (at \$0.14 per share)
No. of securities held after change	<p>Ordinary Shares - Abbotsleigh Proprietary Limited (ATF The I Gandel Share Investment Trust) 43,998,007</p> <p>Ordinary Shares - Abbotsleigh Proprietary Limited (ATF Abbotsleigh Superannuation Fund) 5,438,150</p> <p>Ordinary Shares – Gandel Metals Pty Ltd (ATF Gandel Mining Trust) 22,512,083</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	On-market trades during the bid period of an off-market takeover bid and off-market acceptances received by the bidder

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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	N/A
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	

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?	Yes, however the shares were acquired in the course of a takeover bid
If so, was prior written clearance provided to allow the trade to proceed during this period?	No
If prior written clearance was provided, on what date was this provided?	No

⁺ See chapter 19 for defined terms.