

1 DECEMBER 2014

No. of Pages: 7

ASX CODE: ORS

Market Cap.: \$2.7 m (\$0.013 p/s)
Shares on issue: 209,831,672
Cash: \$1.8 m (30 September 2014)
Debt: \$0.0 m (30 September 2014)

BOARD & MANAGEMENT

Ian Gandel, Chairman
Anthony Gray, Managing Director
Bob Tolliday, Director

MAJOR SHAREHOLDERS

Abbotsleigh – 30.3%
Alliance Resources – 10.5%

PRINCIPAL OFFICE

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APPENDIX 3Y - CHANGE OF DIRECTORS INTEREST NOTICE

The following forms are lodged:

- Appendix 3Y – Mr Ian Jeffrey Gandel – 3 Pages
- Appendix 3Y – Mr Anthony Robert Gray – 3 Pages

For further information regarding this announcement, contact:

Bob Tolliday

Company Secretary
OCTAGONAL RESOURCES LIMITED

Additional information relating to Octagonal and its various mining and exploration projects can be found on the Company's website:

www.octagonalresources.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:	OCTAGONAL RESOURCES LIMITED
ABN:	38 147 300 418

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 Jeffrey Gandel
Date of last notice	25 March 2014

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.	Abbotsleigh Pty Ltd is the registered holder. Mr Ian Gandel is a director of Abbotsleigh Pty Ltd										
Date of change	26 November 2014										
No. of securities held prior to change	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">Mr Ian Gandel</td> <td style="text-align: right;">12,800</td> </tr> <tr> <td>Mrs Linda Gandel <Spouse></td> <td style="text-align: right;">12,800</td> </tr> <tr> <td>Abbotsleigh Pty Ltd <Director></td> <td style="text-align: right;">31,831,000</td> </tr> <tr> <td>Abbotsleigh Pty Ltd<Super Fund A/C> <Director></td> <td style="text-align: right;">88,000</td> </tr> <tr> <td>TOTAL</td> <td style="text-align: right;">31,944,600</td> </tr> </table>	Mr Ian Gandel	12,800	Mrs Linda Gandel <Spouse>	12,800	Abbotsleigh Pty Ltd <Director>	31,831,000	Abbotsleigh Pty Ltd<Super Fund A/C> <Director>	88,000	TOTAL	31,944,600
Mr Ian Gandel	12,800										
Mrs Linda Gandel <Spouse>	12,800										
Abbotsleigh Pty Ltd <Director>	31,831,000										
Abbotsleigh Pty Ltd<Super Fund A/C> <Director>	88,000										
TOTAL	31,944,600										
Class	Ordinary Shares Unlisted Options (Options)										
Number acquired	31,776,000 Ordinary Shares – Abbotsleigh Pty Ltd (Director) 31,776,000 Options – Abbotsleigh Pty Ltd (Director)										
Number disposed	Nil										

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$413,088.00 (Ordinary Shares – issue price 1.3 cents) - Abbotsleigh Pty Ltd (Director) Options issued for nil consideration – Abbotsleigh Pty Ltd (Director)
No. of securities held after change	Mr Ian Gandel 12,800 Mrs Linda Gandel <Spouse> 12,800 Abbotsleigh Pty Ltd <Director> 63,607,000 Abbotsleigh Pty Ltd<Super Fund A/C> <Director> 88,000 TOTAL 63,720,600
	Options Abbotsleigh Pty Ltd <Director> 31,776,000
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 new fully paid ordinary shares pursuant to a 1 for 1 partially underwritten non-renounceable rights issue per ASX announcement 23 October 2014 with attaching free options.

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

+ See chapter 19 for defined terms.

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.

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:	OCTAGONAL RESOURCES LIMITED
ABN:	38 147 300 418

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 Anthony Robert Gray
Date of last notice	25 March 2014

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.	Mr Anthony Robert Gray & Mrs Diane Joy Gray <Kratatinni Super Fund A/C>. Mr Gray holds a relevant interest in the Super Fund Account						
Date of change	26 November 2014						
No. of securities held prior to change	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">Mr Anthony Robert Gray</td> <td style="text-align: right;">2</td> </tr> <tr> <td>Mr Anthony Robert Gray & Mrs Diane Joy Gray <Kratatinni Super Fund A/C>.</td> <td style="text-align: right;">895,392</td> </tr> <tr> <td>TOTAL</td> <td style="text-align: right;">895,394</td> </tr> </table>	Mr Anthony Robert Gray	2	Mr Anthony Robert Gray & Mrs Diane Joy Gray <Kratatinni Super Fund A/C>.	895,392	TOTAL	895,394
Mr Anthony Robert Gray	2						
Mr Anthony Robert Gray & Mrs Diane Joy Gray <Kratatinni Super Fund A/C>.	895,392						
TOTAL	895,394						
Class	Ordinary Shares Unlisted Options (Options)						
Number acquired	895,392 Ordinary Shares 895,392 Options						
Number disposed	0						

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$11,641 (Ordinary Shares – issue price 1.3 cents) Options issued for nil consideration
No. of securities held after change	Mr Anthony Gray 2 Mr Anthony Robert Gray & Mrs 1,790,784 Diane Joy Gray <Kratatinni Super Fund A/C>. TOTAL ORDINARY SHARES 1,790,786
	Mr Anthony Gray (or nominee) Performance Rights 335,710 Options 895,392
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 new fully paid ordinary shares pursuant to a 1 for 1 partially underwritten non-renounceable rights issue per ASX announcement 23 October 2014 with attaching free options.

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

+ See chapter 19 for defined terms.

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.