

# 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 30/9/2001.

<b>Name of entity - CARNAVALE RESOURCES LIMITED</b>
<b>ABN: 49 119 450 243</b>

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.

<b>Name of Director</b>	RON GAJEWSKI
<b>Date of last notice</b>	28 November 2013

### 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.

<b>Direct or indirect interest</b>	Indirect.
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Vienna Holdings Pty Ltd - Mr Gajewski is a director and controlling shareholder.  Redtown Enterprises Pty Ltd - a company owned and directed by an associate of Mr Gajewski.
<b>Date of change</b>	30 June 2014.
<b>No. of securities held prior to change</b>  10,497,618 ordinary fully paid shares. 12,220,750 options (ex \$0.03, exp 30/11/2016)  2,000,000 ordinary fully paid shares 4,000,000 options (ex \$0.03, exp 30/11/2016)	Vienna Holdings Pty Ltd.  Redtown Enterprises Pty Ltd.
<b>Class</b>	N/A. See Part 2 below.
<b>Number acquired</b>	N/A.

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<b>Number disposed</b>	N/A.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A.
<b>No. of securities held after change</b>  10,497,618 ordinary fully paid shares. 12,220,750 options (ex \$0.03, exp 30/11/2016)  2,000,000 ordinary fully paid shares 4,000,000 options (ex \$0.03, exp 30/11/2016)	Vienna Holdings Pty Ltd.    Redtown Enterprises Pty Ltd.
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Forfeiture of Performance rights – see below.

**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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	Performance Rights converting to Shares.
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	30 June 2014.
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	4,000,000 Performance Rights.
<b>Interest acquired</b>	N/A.
<b>Interest disposed</b>	4,000,000 Performance rights forfeited as vesting condition not met by 30 June 2014.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A.
<b>Interest after change</b>	Nil.

+ See chapter 19 for defined terms.

**Part 3 – Closed Period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A.
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A.

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Introduced 30/9/2001.

<b>Name of entity - CARNAVALE RESOURCES LIMITED</b>
<b>ABN: 49 119 450 243</b>

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.

<b>Name of Director</b>	KLAUS ECKHOF
<b>Date of last notice</b>	28 November 2013.

### **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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
<b>Date of change</b>	30 June 2014.
<b>No. of securities held prior to change</b>  3,333,333 ordinary fully paid shares 6,666,666 options (ex \$0.03, exp 30/11/2016)	Klaus Eckhof
<b>Class</b>	N/A. See Part 2 below.
<b>Number acquired</b>	N/A.
<b>Number disposed</b>	N/A.
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	N/A.

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<b>No. of securities held after change</b>  3,333,333 ordinary fully paid shares 6,666,666 options (ex \$0.03, exp 30/11/2016)	Klaus Eckhof
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Forfeiture of Performance rights – see below.

## 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	Performance Rights converting to Shares.
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	30 June 2014
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	1,000,000 Performance Rights.
<b>Interest acquired</b>	N/A.
<b>Interest disposed</b>	1,000,000 Performance rights forfeited as vesting condition not met by 30 June 2014.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A.
<b>Interest after change</b>	Nil.

## Part 3 – Closed Period

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A.
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A.

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Introduced 30/9/2001.

<b>Name of entity - CARNAVALE RESOURCES LIMITED</b>
<b>ABN: 49 119 450 243</b>

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.

<b>Name of Director</b>	PETER CHRISTIE
<b>Date of last notice</b>	28 November 2013.

### **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.

<b>Direct or indirect interest</b>	Direct and Indirect.
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Waterbeach Investments Pty Ltd - Mr Christie is a director and shareholder.  Chelmayne Pty Ltd - Mr Christie is a director and shareholder.
<b>Date of change</b>	30 June 2014.
<b>No. of securities held prior to change</b>  333,335 ordinary fully paid shares 166,668 options (ex \$0.03, exp 30/11/2016) 336,001 ordinary fully paid shares 168,002 options (ex \$0.03, exp 30/11/2016) 26,667 ordinary fully paid shares 13,334 options (ex \$0.03, exp 30/11/2016)	Peter James Christie. Waterbeach Investments Pty Ltd. Chelmayne Pty Ltd.
<b>Class</b>	N/A. See Part 2 below.
<b>Number acquired</b>	N/A.
<b>Number disposed</b>	N/A.

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### Change of Director's Interest Notice

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	N/A.
<b>No. of securities held after change</b>  333,335 ordinary fully paid shares 166,668 options (ex \$0.03, exp 30/11/2016) 336,001 ordinary fully paid shares 168,002 options (ex \$0.03, exp 30/11/2016) 26,667 ordinary fully paid shares 13,334 options (ex \$0.03, exp 30/11/2016)	Peter James Christie. Peter James Christie. Waterbeach Investments Pty Ltd. Waterbeach Investments Pty Ltd. Chelmayne Pty Ltd. Chelmayne Pty Ltd.
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Forfeiture of Performance rights – see below.

## 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	Performance Rights converting to Shares.
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	30 June 2014
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	1,000,000 Performance Rights.
<b>Interest acquired</b>	N/A.
<b>Interest disposed</b>	1,000,000 Performance rights forfeited as vesting condition not met by 30 June 2014.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A.
<b>Interest after change</b>	Nil.

+ See chapter 19 for defined terms.

**Part 3 – Closed Period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A.
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A.

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Introduced 30/9/2001.

<b>Name of entity - CARNAVALE RESOURCES LIMITED</b>
<b>ABN: 49 119 450 243</b>

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.

<b>Name of Director</b>	RHETT BRANS
<b>Date of last notice</b>	28 November 2013.

### **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.

<b>Direct or indirect interest</b>	Direct and Indirect.
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Proman Consulting Engineers Pty Ltd – an entity in which Mr Brans is a director and holds a beneficial interest.
<b>Date of change</b>	30 June 2014.
<b>No. of securities held prior to change</b>  2,000,000 ordinary fully paid shares 4,000,000 options (ex \$0.03, exp 30/11/2016)	Proman Consulting Engineers Pty Ltd
<b>Class</b>	N/A. See Part 2 below.
<b>Number acquired</b>	N/A.
<b>Number disposed</b>	N/A.
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	N/A.

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### Change of Director's Interest Notice

<b>No. of securities held after change</b>  2,000,000 ordinary fully paid shares 4,000,000 options (ex \$0.03, exp 30/11/2016)	Proman Consulting Engineers Pty Ltd
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Forfeiture of Performance rights – see below.

## 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	Performance Rights converting to Shares.
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	30 June 2014.
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	1,000,000 Performance Rights.
<b>Interest acquired</b>	N/A.
<b>Interest disposed</b>	1,000,000 Performance rights forfeited as vesting condition not met by 30 June 2014.
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A.
<b>Interest after change</b>	Nil.

## Part 3 – Closed Period

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A.
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A.

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