

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.

| |
|---|
| Name of entity - CARNAVALE RESOURCES LIMITED |
| ABN: 49 119 450 243 |

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 | RON GAJEWSKI |
| Date of last notice | 2 August 2022 |

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 and Indirect. |
| Nature of indirect interest (including registered holder) <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. |
| Date of change | 31 July 2023 |
| No. of securities held before change 25,000,000 Unlisted Options (ex \$0.012, exp 30/11/23) 148,910,227 ordinary fully paid shares. 9,090,909 Unlisted Options (ex \$0.016, exp 31/07/2023) 5,000,000 ordinary fully paid shares. | Ron Gajewski Vienna Holdings Pty Ltd. Redtown Enterprises Pty Ltd. |
| Class | Unlisted Options (ex \$0.016, exp 31/07/2023). |
| Number acquired | N/A. |
| Number disposed 9,090,909 Unlisted Options (ex \$0.016, exp 31/07/2023) | Vienna Holdings Pty Ltd. |

+ See chapter 19 for defined terms.

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|--|--|
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Nil. |
| No. of securities held after change 25,000,000 Unlisted Options (ex \$0.012, exp 30/11/23) 148,910,227 ordinary fully paid shares. 5,000,000 ordinary fully paid shares. | Ron Gajewski Vienna Holdings Pty Ltd. Redtown Enterprises Pty Ltd. |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Expiry of 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 | |
| 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? | 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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|---|
| Name of entity - CARNAVALE RESOURCES LIMITED |
| ABN: 49 119 450 243 |

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 | ANDREW BECKWITH |
| Date of last notice | 13 June 2023 |

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 and Indirect. |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | Penand Pty Ltd <Beckwith Super Fund A/C> - Mr Beckwith is a director and controlling shareholder. Penelope Beckwith, spouse of Mr Beckwith and an associate for this purpose. |
| Date of change | 31 July 2023 |
| No. of securities held before change 54,543,188 ordinary fully paid shares 9,090,909 Unlisted Options (ex \$0.016, exp 31/07/2023) 25,000,000 Unlisted Options (ex \$0.012, exp 30/11/23) | Penand Pty Ltd <Beckwith Super Fund A/C> Penelope Beckwith |
| Class | Unlisted Options (ex \$0.016, exp 31/07/2023) |
| Number acquired | N/A |

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

| | |
|---|---|
| Number disposed 9,090,909 Unlisted Options (ex \$0.016, exp 31/07/2023) | Penand Pty Ltd <Beckwith Super Fund A/C> |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Nil |
| No. of securities held after change 54,543,188 ordinary fully paid shares 25,000,000 Unlisted Options (ex \$0.012, exp 30/11/23) | Penand Pty Ltd <Beckwith Super Fund A/C> Penelope Beckwith |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Expiry of 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 | |
| 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? | 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.