

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	PIONEER RESOURCES LIMITED
ABN	44 103 423 981

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 Craig McGown
Date of last notice	18 December 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Ionikos Pty Ltd <McGown Super Fund A/C> - director of trustee and beneficiary of the account.
Date of change	3 December 2014
No. of securities held prior to change	Ionikos Pty Ltd <McGown Super Fund A/C> (director of trustee and beneficiary) <ul style="list-style-type: none">• 3,171,428 fully paid ordinary shares.• 666,666 unlisted options exercisable at \$0.035 each on or before 30 November 2014.• 666,666 unlisted options exercisable at \$0.045 each on or before 30 November 2014.• 666,668 unlisted options exercisable at \$0.05 each on or before 30 November 2014 (vest 30 November 2013).
Class	Fully paid ordinary shares.
Number acquired	2,000,000 fully paid ordinary shares.
Number disposed	Nil.

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.016 per share.
No. of securities held after change	Ionikos Pty Ltd <McGown Super Fund A/C> (director of trustee and beneficiary) <ul style="list-style-type: none"> • 5,171,428 fully paid ordinary shares. <p><i>Note - 666,666 unlisted options exercisable at \$0.035 each, 666,666 unlisted options exercisable at \$0.045 each and 666,668 unlisted options exercisable at \$0.05 each lapsed on 30 November 2014.</i></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	Placement of shares as approved by Shareholders at the 2014 Annual General Meeting held on 19 November 2014.

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	Not Applicable
Nature of interest	Not Applicable
Name of registered holder (if issued securities)	Not Applicable
Date of change	Not Applicable
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	Not Applicable
Interest acquired	Not Applicable
Interest disposed	Not Applicable
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not Applicable
Interest after change	Not Applicable

+ 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?	Not required
If prior written clearance was provided, on what date was this provided?	Not required

⁺ See chapter 19 for defined terms.

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Name of entity	PIONEER RESOURCES LIMITED
ABN	44 103 423 981

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 DAVID JOHN CROOK
Date of last notice	18 December 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	DJ Crook & JA Crook <Parkway Superannuation Fund A/C> - trustee and beneficiary of the account.
Date of change	3 December 2014
No. of securities held prior to change	<p>DJ Crook & JA Crook <Parkway Superannuation Fund A/C> (trustee & beneficiary)</p> <ul style="list-style-type: none">• 5,325,080 fully paid ordinary shares.• 1,666,666 unlisted options exercisable at \$0.035 each on or before 30 November 2014.• 1,666,666 unlisted options exercisable at \$0.045 each on or before 30 November 2014.• 1,666,668 unlisted options exercisable at \$0.05 each on or before 30 November 2014. <p>Jennifer Anne Crook (spouse)</p> <ul style="list-style-type: none">• 597,831 fully paid ordinary shares.

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Class	Fully paid ordinary shares.
Number acquired	1,250,000 fully paid ordinary shares.
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.016 per share.
No. of securities held after change	<p>DJ Crook & JA Crook <Parkway Superannuation Fund A/C> (trustee & beneficiary)</p> <ul style="list-style-type: none"> 6,575,080 fully paid ordinary shares. <p>Jennifer Anne Crook (spouse)</p> <ul style="list-style-type: none"> 597,831 fully paid ordinary shares. <p><i>Note - 1,666,666 unlisted options exercisable at \$0.035 each, 1,666,666 unlisted options exercisable at \$0.045 each and 1,666,668 unlisted options exercisable at \$0.05 each lapsed on 30 November 2014.</i></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	Placement of shares as approved by Shareholders at the 2014 Annual General Meeting held on 19 November 2014.

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	Not Applicable
Nature of interest	Not Applicable
Name of registered holder (if issued securities)	Not Applicable
Date of change	Not Applicable
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	Not Applicable
Interest acquired	Not Applicable
Interest disposed	Not Applicable
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not Applicable
Interest after change	Not Applicable

Part 3 – +Closed period

+ See chapter 19 for defined terms.

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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?	Not required
If prior written clearance was provided, on what date was this provided?	Not required

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

Name of entity	PIONEER RESOURCES LIMITED
ABN	44 103 423 981

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	Dr Allan Trench
Date of last notice	18 December 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Dr Allan Trench & Mrs Suzanne Louise Trench <Trench Super Fund A/C> - trustee and beneficiary of the account.
Date of change	3 December 2014
No. of securities held prior to change	Dr Allan Trench & Mrs Suzanne Louise Trench <Trench Super Fund A/C> (trustee and beneficiary) <ul style="list-style-type: none">• 2,081,997 fully paid ordinary shares. Dr Allan Trench <ul style="list-style-type: none">• 500,000 unlisted options exercisable at \$0.035 each on or before 30 November 2014.• 500,000 unlisted options exercisable at \$0.045 each on or before 30 November 2014.• 500,000 unlisted options exercisable at \$0.05 each on or before 30 November 2014 (vest 30 November 2013).
Class	Fully paid ordinary shares.

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Number acquired	625,000 fully paid ordinary shares.
Number disposed	Nil.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.016 per share.
No. of securities held after change	<p>Dr Allan Trench & Mrs Suzanne Louise Trench <Trench Super Fund A/C> (trustee and beneficiary)</p> <ul style="list-style-type: none"> 2,706,997 fully paid ordinary shares. <p><i>Note</i> - 500,000 unlisted options exercisable at \$0.035 each, 500,000 unlisted options exercisable at \$0.045 each and 500,000 unlisted options exercisable at \$0.05 each lapsed on 30 November 2014.</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	Placement of shares as approved by Shareholders at the 2014 Annual General Meeting held on 19 November 2014.

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	Not Applicable
Nature of interest	Not Applicable
Name of registered holder (if issued securities)	Not Applicable
Date of change	Not Applicable
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	Not Applicable
Interest acquired	Not Applicable
Interest disposed	Not Applicable
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not Applicable
Interest after change	Not Applicable

+ 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?	Not required
If prior written clearance was provided, on what date was this provided?	Not required

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

Name of entity	PIONEER RESOURCES LIMITED
ABN	44 103 423 981

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 Thomas Wayne Spilsbury
Date of last notice	18 December 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Geoduck Pty Ltd - director and shareholder of company.
Date of change	3 December 2014

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No. of securities held prior to change	<p>Thomas Wayne Spilsbury & Marcia Eva Spilsbury <Spilsbury Family A/C> (trustee and beneficiary)</p> <ul style="list-style-type: none"> • 1,821,427 fully paid ordinary shares. • 500,000 unlisted options exercisable at \$0.035 each on or before 30 November 2014. • 500,000 unlisted options exercisable at \$0.045 each on or before 30 November 2014. • 500,000 unlisted options exercisable at \$0.05 each on or before 30 November 2014 (vest 30 November 2013). <p>Thomas Wayne Spilsbury</p> <ul style="list-style-type: none"> • 433,333 unlisted options exercisable at \$0.085 each on or before 31 December 2013. • 433,333 unlisted options exercisable at \$0.10 each on or before 31 December 2013. • 433,334 unlisted options exercisable at \$0.12 each on or before 31 December 2013.
Class	Fully paid ordinary shares.
Number acquired	1,000,000 fully paid ordinary shares.
Number disposed	Nil.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.016 per share.
No. of securities held after change	<p>Thomas Wayne Spilsbury & Marcia Eva Spilsbury <Spilsbury Family A/C> (trustee and beneficiary)</p> <ul style="list-style-type: none"> • 1,821,427 fully paid ordinary shares. <p>Geoduck Pty Ltd (director and shareholder of company)</p> <ul style="list-style-type: none"> • 1,000,000 fully paid ordinary shares. <p><i>Note – 433,333 unlisted options exercisable at \$0.085 each, 433,333 unlisted options exercisable at \$0.10 each and 433,334 unlisted options exercisable at \$0.12 each lapsed on 31 December 2013.</i></p> <p><i>500,000 unlisted options exercisable at \$0.035 each, 500,000 unlisted options exercisable at \$0.045 each, 500,000 unlisted options exercisable at \$0.05 each lapsed on 30 November 2014.</i></p>

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Placement of shares as approved by Shareholders at the 2014 Annual General Meeting held on 19 November 2014.
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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	Not Applicable
Nature of interest	Not Applicable
Name of registered holder (if issued securities)	Not Applicable
Date of change	Not Applicable
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	Not Applicable
Interest acquired	Not Applicable
Interest disposed	Not Applicable
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	Not Applicable
Interest after change	Not Applicable

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?	Not required
If prior written clearance was provided, on what date was this provided?	Not required

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