

# 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

<b>SOUTHERN CROWN RESOURCES LTD</b>
<b>ABN 52 143 416 531</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>	Mr Rhod Grivas
<b>Date of last notice</b>	12 May 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.

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	<b>Goodheart Pty Ltd</b> , of which Mr Rhod Grivas is a Director and Shareholder and <b>Mrs Deborah Grivas</b> (wife of Rhod Grivas)
<b>Date of change</b>	17 December 2014
<b>No. of securities held prior to change</b>	<b>Mr Rhod Grivas</b> <ul style="list-style-type: none"><li>500,000 unlisted options exercisable at 25 cents expiring 20 July 2015</li></ul> <b>Goodheart Pty Ltd (Director/Shareholder)</b> <ul style="list-style-type: none"><li>786,667 fully paid ordinary shares</li></ul> <b>Deborah Grivas (wife)</b> <ul style="list-style-type: none"><li>10,000 fully paid ordinary shares</li></ul>
<b>Class</b>	Unlisted options
<b>Number acquired</b>	1,000,000 Unlisted options exercisable at 12 cents expiring 31 March 2017

+ See chapter 19 for defined terms.

## Appendix 3Y

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<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil
<b>No. of securities held after change</b>	<b>Mr Rhod Grivas</b> <ul style="list-style-type: none"> <li>500,000 unlisted options exercisable at 25 cents expiring 20 July 2015</li> </ul> <b>Goodheart Pty Ltd (Director/Shareholder)</b> <ul style="list-style-type: none"> <li>786,667 fully paid ordinary shares</li> <li>1,000,000 Unlisted options exercisable at 12 cents expiring 31 March 2017</li> </ul> <b>Deborah Grivas (wife)</b> <ul style="list-style-type: none"> <li>10,000 fully paid ordinary shares</li> </ul>
<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	Issue of unlisted director options pursuant to shareholder approval on 28 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

## Part 3 – +Closed period

+ See chapter 19 for defined terms.

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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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<b>SOUTHERN CROWN RESOURCES LTD</b>
<b>ABN 52 143 416 531</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>	Mr Adrian Hill
<b>Date of last notice</b>	9 July 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>	Samatzo Holdings Pty Ltd as Trustee for the Hill Family Trust and Adrian Hill and Georgina Hill as Trustees for The A & G Hill Superfund
<b>Date of change</b>	17 December 2014
<b>No. of securities held prior to change</b>	Hill Family Trust • 363,475 fully paid ordinary shares  The A & G Hill Superfund 25,000 fully paid ordinary shares
<b>Class</b>	Unlisted options
<b>Number acquired</b>	600,000 Unlisted options exercisable at 12 cents each expiring 31 March 2017
<b>Number disposed</b>	Nil

+ See chapter 19 for defined terms.

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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	Nil
<b>No. of securities held after change</b>	<p>Hill Family Trust</p> <ul style="list-style-type: none"> <li>363,475 fully paid ordinary shares</li> <li>600,000 Unlisted options exercisable at 12 cents each expiring 31 March 2017</li> </ul> <p>The A &amp; G Hill Superfund</p> <ul style="list-style-type: none"> <li>25,000 fully paid ordinary shares</li> </ul>
<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	Issue of unlisted director options pursuant to shareholder approval on 28 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

## Part 3 – +Closed period

+ See chapter 19 for defined terms.

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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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<b>SOUTHERN CROWN RESOURCES LTD</b>
<b>ABN 52 143 416 531</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>	Mr Mark Papendieck
<b>Date of last notice</b>	22 January 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> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	17 December 2014
<b>No. of securities held prior to change</b>	25,000 fully paid ordinary shares
<b>Class</b>	Unlisted options
<b>Number acquired</b>	400,000 Unlisted options exercisable at 12 cents expiring 31 March 2017
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil

+ See chapter 19 for defined terms.

<b>No. of securities held after change</b>	<ul style="list-style-type: none"> <li>• 25,000 fully paid ordinary shares</li> <li>• 400,000 Unlisted options exercisable at 12 cents expiring 31 March 2017</li> </ul>
<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>	Issue of unlisted director options pursuant to shareholder approval on 28 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<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>	N/A

## Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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

<sup>+</sup> See chapter 19 for defined terms.