

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	Fitzroy Resources Limited
ABN	43 145 590 110

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	Russel Lynton-Brown
Date of last notice	6/2/2014

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	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mr Lynton-Brown is a trustee of R Lynton-Brown Superannuation A/C
Date of change	20/1/2015
No. of securities held prior to change	Russell Lynton-Brown and Rosemary Beeck <R Lynton-Brown Superannuation A/C> 280,000 Ordinary Shares Fitzroy Employee Share Plan Pty Ltd (Trustee for the Fitzroy Resources Limited Employee Share Acquisition Plan Trust) 500,000 Ordinary Shares
Class	Ordinary Shares
Number acquired	280,000
Number disposed	-

+ See chapter 19 for defined terms.

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Value/Consideration includes brokerage/gst <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.004 per share
No. of securities held after change	<p>Russell Lynton-Brown and Rosemary Beeck <R Lynton-Brown Superannuation A/C></p> <p>560,000 Ordinary Shares</p> <p>Fitzroy Employee Share Plan Pty Ltd (Trustee for the Fitzroy Resources Limited Employee Share Acquisition Plan Trust)</p> <p>500,000 Ordinary Shares</p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Participation in Rights Issue

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 interest related prior to change <small>Note: Details are only required for a contract in relation to interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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

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