

Company Announcements Platform
Australian Securities Exchange
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Appendix 3Y's – Change in Director's Interest Notice

Please find attached an Appendix 3Y's for Mr Ian Murray and Mr Justin Osborne.
The change is in respect of the grant of June 2016 STI Performance Rights.

Yours faithfully
Gold Road Resources Limited

Kevin Hart
Company Secretary

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ASX Code GOR

.....
ABN 13 109 289 527

.....
COMPANY DIRECTORS

Tim Netscher

Non-Executive Chairman

Ian Murray

**Chief Executive Officer and
Managing Director**

Justin Osborne

Executive Director

Martin Pyle

Non-Executive Director

Sharon Warburton

Non-Executive Director

Kevin Hart

Company Secretary

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CONTACT DETAILS

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For further information please contact:

Gold Road Resources

Ian Murray

Executive Chairman

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Media and Broker Enquiries

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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: Gold Road Resources Limited
ABN: 13 109 289 527

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	Ian Murray
Date of last notice	30 May 2016

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 & Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Troyleigh Investments Pty Ltd - As Trustee for Ian and Karen Trust Ian & Karen Murray Superannuation Ikan Consulting Pty Ltd
Date of change	8 August 2016

Appendix 3Y

Change of Director's Interest Notice

No. of securities held prior to change	<p>Indirect 13,522,952 fully paid ordinary shares</p> <p>Direct Gold Road Resources Employee Incentive Scheme participation.</p> <p>1,300,000 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 30 June 2017 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 30 June 2017 and upon meeting internal Company vesting hurdles. <p>The rights expire on 30 June 2018.</p> <p>1,125,000 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 31 December 2018 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 31 December 2018 and upon meeting internal Company vesting hurdles. <p>The rights expire on 31 December 2019</p> <p>Up to 281,250 performance share rights in respect of the twelve month period to 30 June 2016 STI program vesting subject to performance measures.</p>
Class	June 2016 STI Performance share rights fully vested and expiring on 31 July 2017
Number acquired	210,375
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

No. of securities held after change	<p>Indirect 13,522,952 fully paid ordinary shares</p> <p>Direct Gold Road Resources Employee Incentive Scheme participation.</p> <p>1,300,000 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 30 June 2017 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 30 June 2017 and upon meeting internal Company vesting hurdles. <p>The rights expire on 30 June 2018.</p> <p>1,125,000 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 31 December 2018 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 31 December 2018 and upon meeting internal Company vesting hurdles. <p>The rights expire on 31 December 2019</p> <p>210,375 June 2016 STI performance share rights fully vested, expiring 31 July 2017.</p>
<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</p>	June 2016 STI Performance share rights

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

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the 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

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.

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: Gold Road Resources Limited
ABN: 13 109 289 527

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	Justin Osborne
Date of last notice	30 May 2016

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.	OT Superfund Beneficiary
Date of change	8 August 2016

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

No. of securities held prior to change	<p>Direct</p> <p>132,673 Ordinary fully paid shares</p> <p>1,000,000 unlisted options, vested on 14 October 2014, exercisable at 13 cents each, expiring 14 October 2017,</p> <p>1,000,000 unlisted options, vesting on 14 October 2015, exercisable at 13 cents each, expiring on 14 October 2017,</p> <p>1,000,000 unlisted options, vesting on 14 October 2016, exercisable at 13 cents each, expiring on 14 October 2017.</p> <p>Gold Road Resources Employee Incentive Scheme participation.</p> <p>486,111 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 30 June 2017 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 30 June 2017 and upon meeting internal Company vesting hurdles. <p>The rights expire on 30 June 2018.</p> <p>397,727 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 31 December 2018 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 31 December 2018 and upon meeting internal Company vesting hurdles. <p>The rights expire on 31 December 2019.</p> <p>Indirect</p> <p>1,357,501 Ordinary fully paid shares</p> <p>Up to 139,205 performance shares in respect of the twelve month period to 30 June 2016 STI program vesting subject to performance measures.</p>
Class	June 2016 STI Performance share rights fully vested and expiring on 31 July 2017
Number acquired	104,125
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

<p>No. of securities held after change</p>	<p>Direct</p> <p>132,673 Ordinary fully paid shares</p> <p>1,000,000 unlisted options, vested on 14 October 2014, exercisable at 13 cents each, expiring 14 October 2017,</p> <p>1,000,000 unlisted options, vesting on 14 October 2015, exercisable at 13 cents each, expiring on 14 October 2017,</p> <p>1,000,000 unlisted options, vesting on 14 October 2016, exercisable at 13 cents each, expiring on 14 October 2017.</p> <p>Gold Road Resources Employee Incentive Scheme participation.</p> <p>486,111 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 30 June 2017 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 30 June 2017 and upon meeting internal Company vesting hurdles. <p>The rights expire on 30 June 2018.</p> <p>397,727 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 31 December 2018 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 31 December 2018 and upon meeting internal Company vesting hurdles. <p>The rights expire on 31 December 2019.</p> <p>Indirect</p> <p>1,357,501 Ordinary fully paid shares</p> <p>104,125 June 2016 Performance share rights fully vested, expiring 31 July 2017.</p>
<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</p>	<p>June 2016 STI Performance share rights</p>

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
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+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

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 which interest related prior to change <small>Note: Details are only required for a contract in relation to which the 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

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.