

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

Dear Sir/Madam

**Appendix 3Y - Change of Director's Interest Notices**

Please find attached Appendix 3Y's noting change in directors' holdings for:  
Mr Murray, Mr Pyle, Mr Osborne and Mr Davis.

Yours faithfully  
**Gold Road Resources Limited**

Kevin Hart  
**Company Secretary**

For further information please contact:

**Gold Road Resources**

Ian Murray  
Executive Chairman  
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**Media and Broker Enquiries**

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**ASX Code GOR**

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**ABN 13 109 289 527**

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**COMPANY DIRECTORS**

Ian Murray  
**Executive Chairman**

Justin Osborne  
**Executive Director**

Russell Davis  
**Non-Executive Director**

Tim Netscher  
**Non-Executive Director**

Martin Pyle  
**Non-Executive Director**

Sharon Warburton  
**Non-Executive Director**

Kevin Hart  
**Company Secretary**

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**CONTACT DETAILS**

Principal & Registered Office  
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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: <b>Gold Road Resources Limited</b>
ABN: <b>13 109 289 527</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.

Name of Director	Ian Murray
Date of last notice	19 January 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) Note: Provide details of the circumstances giving rise to the relevant interest.	Troyleigh Investments Pty Ltd - As Trustee for Ian and Karen Trust Ian & Karen Murray Superannuation Ikan Consulting Pty Ltd
Date of change	24 May 2016

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+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

No. of securities held prior to change	<p><b>Indirect</b> 13,078,863 fully paid ordinary shares</p> <p><b>Direct</b> Gold Road Resources Employee Incentive Scheme participation.</p> <p>1,300,000 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> <li>• 50% upon remaining employed by the Company on 30 June 2017 and upon meeting a shareholder return hurdle;</li> <li>• 50% upon remaining employed by the Company on 30 June 2017 and upon meeting internal Company vesting hurdles.</li> </ul> <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"> <li>• 50% upon remaining employed by the Company on 31 December 2018 and upon meeting a shareholder return hurdle;</li> <li>• 50% upon remaining employed by the Company on 31 December 2018 and upon meeting internal Company vesting hurdles.</li> </ul> <p>The rights expire on 31 December 2019</p> <p>376,203 Employee STI Incentive Plan shares fully vested and expiring 31 July 2016.</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	Ordinary shares
Number acquired	1,307,886
Number disposed	nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$575,470

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

No. of securities held after change	<p><b>Indirect</b> 14,386,749 fully paid ordinary shares</p> <p><b>Direct</b> Gold Road Resources Employee Incentive Scheme participation.</p> <p>1,300,000 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> <li>50% upon remaining employed by the Company on 30 June 2017 and upon meeting a shareholder return hurdle;</li> <li>50% upon remaining employed by the Company on 30 June 2017 and upon meeting internal Company vesting hurdles.</li> </ul> <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"> <li>50% upon remaining employed by the Company on 31 December 2018 and upon meeting a shareholder return hurdle;</li> <li>50% upon remaining employed by the Company on 31 December 2018 and upon meeting internal Company vesting hurdles.</li> </ul> <p>The rights expire on 31 December 2019</p> <p>376,203 Employee STI Incentive Plan shares fully vested and expiring 31 July 2016.</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>
<p><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</p>	Entitlement 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

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

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<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

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<sup>+</sup> 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

<b>Name of entity: Gold Road Resources Limited</b>
<b>ABN: 13 109 289 527</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>	Martin James Pyle
<b>Date of last notice</b>	27 November 2015

### 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> Note: Provide details of the circumstances giving rise to the relevant interest.	Pyle Family Trust M Pyle Superannuation Fund Whitby2009 Pty Ltd
<b>Date of change</b>	24 May 2016
<b>No. of securities held prior to change</b>	Indirect  2,308,220 Ordinary fully paid shares  250,000 Unlisted options exercisable by payment of \$0.56 each on or before 24 November 2017.
<b>Class</b>	Ordinary shares
<b>Number acquired</b>	230,822

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

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<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$101,562
<b>No. of securities held after change</b>	Indirect  2,539,042 Ordinary fully paid shares  250,000 Unlisted options exercisable by payment of \$0.56 each on or before 24 November 2017.
<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	Entitlement 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.

<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

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+ See chapter 19 for defined terms.

**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

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<sup>+</sup> 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

<b>Name of entity: Gold Road Resources Limited</b>
<b>ABN: 13 109 289 527</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>	Justin Osborne
<b>Date of last notice</b>	27 November 2015

### 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.	OT Superfund Beneficiary
<b>Date of change</b>	24 May 2016

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### Change of Director's Interest Notice

<b>No. of securities held prior to change</b>	<p><b>Direct</b></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"> <li>• 50% upon remaining employed by the Company on 30 June 2017 and upon meeting a shareholder return hurdle;</li> <li>• 50% upon remaining employed by the Company on 30 June 2017 and upon meeting internal Company vesting hurdles.</li> </ul> <p>The rights expire on 30 June 2018.</p> <p>397,727 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> <li>• 50% upon remaining employed by the Company on 31 December 2018 and upon meeting a shareholder return hurdle;</li> <li>• 50% upon remaining employed by the Company on 31 December 2018 and upon meeting internal Company vesting hurdles.</li> </ul> <p>The rights expire on 31 December 2019.</p> <p><b>Indirect</b></p> <p>1,234,091 Ordinary fully paid shares</p> <p>132,673 Employee 2015 STI program performance shares fully vested and expiring 31 July 2016.</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>
<b>Class</b>	<p>Ordinary shares</p>
<b>Number acquired</b>	<p>123,410</p>
<b>Number disposed</b>	<p>Nil</p>
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	<p>\$54,300</p>

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## Appendix 3Y

### Change of Director's Interest Notice

<b>No. of securities held after change</b>	<p><b>Direct</b></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"> <li>• 50% upon remaining employed by the Company on 30 June 2017 and upon meeting a shareholder return hurdle;</li> <li>• 50% upon remaining employed by the Company on 30 June 2017 and upon meeting internal Company vesting hurdles.</li> </ul> <p>The rights expire on 30 June 2018.</p> <p>397,727 Employee Incentive Plan shares vesting:</p> <ul style="list-style-type: none"> <li>• 50% upon remaining employed by the Company on 31 December 2018 and upon meeting a shareholder return hurdle;</li> <li>• 50% upon remaining employed by the Company on 31 December 2018 and upon meeting internal Company vesting hurdles.</li> </ul> <p>The rights expire on 31 December 2019.</p> <p><b>Indirect</b></p> <p>1,357,501 Ordinary fully paid shares</p> <p>132,673 Employee 2015 STI program performance shares fully vested and expiring 31 July 2016.</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>
<p><b>Nature of change</b></p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Entitlement Issue</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.

<b>Detail of contract</b>	N/A
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### Change of Director's Interest Notice

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<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 – +Closed period

<b>Were the interests in the securities or contracts detailed above traded during a +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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+ See chapter 19 for defined terms.

# Appendix 3Y

## Change of Director's Interest Notice

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

<b>Name of entity: Gold Road Resources Limited</b>
<b>ABN: 13 109 289 527</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>	Russell Davis
<b>Date of last notice</b>	27 November 2015

### 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.	Davis Super Fund Davis Family Investment Trust
<b>Date of change</b>	24 May 2016
<b>No. of securities held prior to change</b>	Direct 2,000,000 fully paid ordinary shares  Indirect 5,425,069 fully paid ordinary shares  250,000 Unlisted options exercisable by payment of \$0.56 each on or before 24 November 2017.
<b>Class</b>	Ordinary shares
<b>Number acquired</b>	126,000

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+ See chapter 19 for defined terms.

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### Change of Director's Interest Notice

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<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$55,440
<b>No. of securities held after change</b>	<p>Direct 2,100,000 fully paid ordinary shares</p> <p>Indirect 5,451,069 fully paid ordinary shares</p> <p>250,000 Unlisted options exercisable by payment of \$0.56 each on or before 24 November 2017.</p>
<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	Entitlement 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.

<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

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+ See chapter 19 for defined terms.

<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 – <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

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