

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 Netscher, Mr Murray and Mr Osborne.

Yours faithfully
Gold Road Resources Limited

Kevin Hart
Company Secretary

For further information please contact:

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ASX Code GOR

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ABN 13 109 289 527

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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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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	Tim Netscher
Date of last notice	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.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
Date of change	21 October 2016
No. of securities held prior to change	Direct 500,000 unlisted options exercisable by payment of \$0.335 each on or before 24 November 2016 250,000 unlisted options exercisable by payment of \$0.56 each on or before 24 November 2017
Class	Ordinary fully paid shares
Number acquired	500,000

+ See chapter 19 for defined terms.

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Number disposed	500,000 unlisted options exercised by payment of \$0.335 each.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$167,500
No. of securities held after change	Direct 500,000 Ordinary Fully Paid Shares 250,000 unlisted options exercisable by payment of \$0.56 each on or before 24 November 2017
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Exercise of options

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

⁺ See chapter 19 for defined terms.

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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	11 August 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	19 October 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>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>
Class	Performance Rights
Number acquired	<p>Up to 269,057 performance rights in respect of the FY 2017 STI Program issued pursuant to the Gold Road Resources Employee Incentive Scheme subject to performance hurdles over the period to 30 June 2017.</p> <p>Up to 827,868 performance rights in respect of the 2019 LTI program vesting:</p> <ul style="list-style-type: none"> • 50% based on remaining employed by the Company and meeting a shareholder return hurdle by 30 June 2019 • 50% based on remaining employed by the Company and achieving internal corporate hurdles by 30 June 2019
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>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>Up to 269,057 STI Performance Rights subject to performance hurdles to 3 June 2017, expiring 30 June 2018</p> <p>Up to 827,868 Performance Rights vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 30 June 2019 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 30 June 2019 and upon meeting internal Company vesting hurdles. <p>The rights expire on 30 June 2020.</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>STI and LTI Performance Rights approved by shareholders at the AGM held on 19 October 2016.</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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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.

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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	11 August 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	19 October 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, vested on 14 October 2015, exercisable at 13 cents each, expiring on 14 October 2017,</p> <p>1,000,000 unlisted options, vested 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>
Class	Performance Rights
Number acquired	<p>Up to 139,344 performance rights in respect of the FY 2017 STI Program issued pursuant to the Gold Road Resources Employee Incentive Scheme subject to performance hurdles over the period to 30 June 2017.</p> <p>Up to 426,229 performance rights in respect of the 2019 LTI program vesting:</p> <ul style="list-style-type: none"> • 50% based on remaining employed by the Company and meeting a shareholder return hurdle by 30 June 2019 • 50% based on remaining employed by the Company and achieving internal corporate hurdles by 30 June 2019
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, vested on 14 October 2015, exercisable at 13 cents each, expiring on 14 October 2017,</p> <p>1,000,000 unlisted options, vested 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>Up to 139,344 STI Performance Rights subject to performance hurdles to 3 June 2017, expiring 30 June 2018.</p> <p>Up to 426,229 Performance Rights vesting:</p> <ul style="list-style-type: none"> • 50% upon remaining employed by the Company on 30 June 2019 and upon meeting a shareholder return hurdle; • 50% upon remaining employed by the Company on 30 June 2019 and upon meeting internal Company vesting hurdles. <p>The rights expire on 30 June 2020.</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>STI and LTI Performance Rights approved by shareholders at the AGM held on 19 October 2016</p>

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

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 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

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