

4 November 2009

The Manager (Companies), Australian Stock Exchange, Sydney.

Dear Sir,

APPENDIX 3B and APPENDIX 3Y NOTICES: CONVERSION OF LISTED OPTIONS AND ISSUING OF EMPLOYEE OPTIONS

The attached Appendix 3B notice advises both the exercising of listed options (and allotment of the shares resulting from these conversions) during the month of October, as well as the issuing of employee incentive options under the provisions of the Company's Employee Options Scheme.

The attached Appendix 3Y notices advise the changes in the security holdings of Cluff directors as a result of the issuing of these employee options.

Yours faithfully,

Scott Enderby Company Secretary

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

	11/3/2002, 1/1/2003.	
Nam	ne of entity	
Cluft	f Resources Pacific NL	
ABN		
72 0	02 261 565	
We	(the entity) give ASX the following inf	formation.
	1 - All issues must complete the relevant sections (atta	ach sheets if there is not enough space).
1	*Class of *securities issued or to be issued	CFR - Fully Paid Ordinary shares CFRAK - Unlisted \$0.005 Employee Options expiring 31 August 2012
2	Number of ⁺ securities issued or to be issued (if known) or maximum number which may be issued	168,000 CFR 11,120,000 CFRAK
3	Principal terms of the ⁺ securities (eg, if options, exercise price and expiry date; if partly paid ⁺ securities, the amount outstanding and due dates for payment; if ⁺ convertible securities, the conversion price and dates for conversion)	CFR - Fully Paid Ordinary shares CFRAK - Unlisted \$0.005 Employee Options expiring 31 August 2012
4	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?	Yes
	If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	

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⁺ See chapter 19 for defined terms.

5 Issue price or consideration

84,000 CFRO exercised at \$0.006 per Option, totalling \$504.00

84,000 CFROB exercised at \$0.01 per Option, totalling \$840.00

CFRAK: incentive options issued for no consideration under the provisions of the Cluff Employee Options Scheme

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets) Not applicable

7 Dates of entering *securities into uncertificated holdings or despatch of certificates 4 November 2009

8 Number and +class of all +securities quoted on ASX (*including* the securities in clause 2 if applicable)

Number	⁺ Class
2,067,606,680	CFR
336,031,766	CFRO
336,009,366	CFROB

9 Number and +class of all +securities not quoted on ASX (*including* the securities in clause 2 if applicable)

Number	⁺ Class
14,700,000	CFRAO: Unlisted \$0.01 Employee Options
	expiring 13 September 2010
88,640,000	CFRAK: Unlisted \$0.005 Employee Options expiring 31 August 2012
38,000,000	Unlisted \$0.00448 Options expiring 31 December 2009
38,000,000	Unlisted \$0.00948 Options expiring 31 December 2009
30,000,000	Unlisted \$0.00348 Options expiring 31 December 2010
20,000,000	Unlisted \$0.00948 Options expiring 31 December 2010
20,000,000	Unlisted \$0.00448 Options expiring 31 December 2011
20,000,000	Unlisted \$0.00948 Options expiring 31 December 2011
73,724,328	20c ordinary shares partly paid to 18c

The company does not expect to pay a dividend in 10 Dividend policy (in the case of a trust, distribution policy) on the the near future increased capital (interests) Part 2 - Bonus issue or pro rata issue 11 ls security holder approval required? 12 Is the issue renounceable or nonrenounceable? Ratio in which the +securities will be 13 offered +Class of +securities to which the 14 offer relates 15 +Record date to determine entitlements 16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements? Policy for deciding entitlements in 17 relation to fractions Names of countries in which the 18 entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7. 19 date for receipt Closina of acceptances or renunciations Names of any underwriters 20

Amount of any underwriting fee or

Names of any brokers to the issue

Fee or commission payable to the

Amount of any handling fee payable

to brokers who lodge acceptances or renunciations on behalf of

If the issue is contingent on +security holders' approval, the date

21

22

23

24

25

commission

broker to the issue

+security holders

of the meeting

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⁺ See chapter 19 for defined terms.

26	form Discl	entitlement and acceptance and prospectus or Product osure Statement will be sent to ons entitled	
27	the t	e entity has issued options, and terms entitle option holders to cipate on exercise, the date on h notices will be sent to option ers	
28		rights trading will begin (if cable)	
29		rights trading will end (if cable)	
30		do ⁺ security holders sell their ements <i>in full</i> through a er?	
31	their	do ⁺ security holders sell <i>part</i> of entitlements through a broker accept for the balance?	
32	their	do ⁺ security holders dispose of entitlements (except by sale igh a broker)?	
33	+Des	spatch date	
		tation of securities ly complete this section if you are	applying for quotation of securities
34	Туре	of securities (tick one)	
(a)		Securities described in Part 1	
(b)	All other securities Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities		
Entitie	es that	have ticked box 34(a)	
Additi	onal so	ecurities forming a new class o	of securities
Tick to	o indica	te you are providing the informati	on or documents
35		If the +securities are +equity	securities, the names of the 20 largest holders of t number and percentage of additional ⁺ securities held
36			y securities, a distribution schedule of the additio ber of holders in the categories

37	A copy of any trust deed for the	additional *securities	
Entities	s that have ticked box 34(b)		
38	Number of securities for which +quotation is sought		
39	Class of *securities for which quotation is sought		
40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?		
	If the additional securities do not rank equally, please state: the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment		
41	Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another security, clearly identify that other		
42	Security) Number and ⁺ class of all ⁺ securities quoted on ASX (<i>including</i> the	Number	+Class
	securities in clause 38)		

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⁺ See chapter 19 for defined terms.

Quotation agreement

- ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the ⁺securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any ⁺securities to be quoted and that noone has any right to return any ⁺securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the ⁺securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations
 Act in relation to the ⁺securities to be quoted, it has been provided at the time that
 we request that the ⁺securities be quoted.
- If we are a trust, we warrant that no person has the right to return the ⁺securities to be quoted under section 1019B of the Corporations Act at the time that we request that the ⁺securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before ⁺quotation of the ⁺securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Date: 4 November 2009

Print name: Scott Enderby

== == == ==

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 Cluff Resources Pacific NL	
ABN 72 002 261 565	

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	Peter John Ashcroft
Date of last notice	7 September 2009

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) Note: Provide details of the circumstances giving rise to the relevant interest.	Parkview Services (Australia) Pty Limited (The Director is a director and shareholder of this company). The company is the legal owner of the shares. Parkview Services (Australia) Pty Limited <as fund="" of="" parkview="" services="" superannuation="" the="" trustee=""> The Director is a director of the company and a beneficiary of the fund. Ashware Holdings Pty Limited (The Director is director of this company but has no beneficial interest in any shares of the company). The company is the legal owner of</as>	
	the Cluff shares.	
Date of change	4 November 2009	
No. of securities held prior to change	Securities held by held by Parkview Services (Australia) Pty Limited <as fund="" of="" parkview="" services="" superannuation="" the="" trustee="">: 23,166,667 CFR 1,500,000 CFRO 1,500,000 CFROB 19,380,000 CFRAK 6,500,000 Unlisted \$0.00448 Options expiring 31 December 2009 6,500,000 Unlisted \$0.00948 Options expiring 31 December 2009</as>	

⁺ See chapter 19 for defined terms.

	20,000,000 Unlisted \$0.00348 Options expiring 31 December 2010 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2010 10,000,000 Unlisted \$0.00448 Options expiring 31 December 2011 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2011
	Securities held by Parkview Services (Australia) Pty Limited: 2,392,500 CFR 1,492,500 CFRO 1,492,500 CFROB
	Securities held by Ashware Holdings Pty Ltd: 5,000,000 CFR 2,500,000 CFRO 2,500,000 CFROB
Class	CFR - Fully paid ordinary shares CFRO - Listed 31 July 2010 Options convertible at \$0.006 per Option CFROB - Listed 31 July 2011 Options convertible at \$0.01 per Option CFRAK - Unlisted Employee Options exercisable at 0.5 cents (\$0.005) per Option and expiring on 31 August 2012 Unlisted Options - issued to Directors pursuant to 2009 AGM resolutions.
Number acquired	2,280,000 CFRAK issued to Parkview Services (Australia) Pty Limited <as fund="" of="" parkview="" services="" superannuation="" the="" trustee="">:</as>
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Employee Incentive Options issued for no consideration, under the provisions of the Company's Employee Options Scheme.

⁺ See chapter 19 for defined terms.

No. of securities held after change	Securities held by held by Parkview Services (Australia) Pty Limited <as fund="" of="" parkview="" services="" superannuation="" the="" trustee="">: 23,166,667 CFR 1,500,000 CFRO 1,500,000 CFROB 21,660,000 CFRAK 6,500,000 Unlisted \$0.00448 Options expiring 31 December 2009 6,500,000 Unlisted \$0.00948 Options expiring 31 December 2010 20,000,000 Unlisted \$0.00348 Options expiring 31 December 2010 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2010 10,000,000 Unlisted \$0.00448 Options expiring 31 December 2011 10,000,000 Unlisted \$0.00448 Options expiring 31 December 2011 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2011 Securities held by Parkview Services (Australia) Pty Limited: 2,392,500 CFR 1,492,500 CFRO 1,492,500 CFROB Securities held by Ashware Holdings Pty Ltd: 5,000,000 CFR 2,500,000 CFRO 2,500,000 CFROB</as>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buyback	Employee Incentive Options issued under the provisions of the Company's Employee Options Scheme.

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	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
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	-

⁺ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

Interest acquired	-
Interest disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	-
Interest after change	

⁺ 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 30/9/2001.

Name of entity Cluff Resources Pacific NL	
ABN 72 002 261 565	

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	Peter John Kennewell
Date of last notice	17 September 2009

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) Note: Provide details of the circumstances giving rise to the relevant interest. Date of change	Mr Peter Kennewell <superannuation a="" c=""> Director and beneficiary of the Trust. 4 November 2009</superannuation>
No. of securities held prior to change	28,238,898 CFR 1,095,367 CFRO 1,095,367 CFROB 7,400,000 CFRAO 19,380,000 CFRAK 6,500,000 Unlisted \$0.00448 Options expiring 31 December 2009 6,500,000 Unlisted \$0.00948 Options expiring 31 December 2009

⁺ See chapter 19 for defined terms.

Class	CFR – fully paid ordinary shares CFRO – Listed 31 July 2010 Options convertible at \$0.006 per Option CFROB - Listed 31 July 2011 Options convertible at \$0.01 per Option CFRAN – Unlisted Employee Options exercisable at 1 cent (\$0.01) per Option and expiring on 13 September 2009 CFRAO – Unlisted Employee Options exercisable at 1 cent (\$0.01) per Option and expiring on 13 September 2010 CFRAK - Unlisted Employee Options exercisable at 0.5 cents (\$0.005) per Option and expiring on 31 August 2012 Unlisted Options - issued to Directors pursuant to 2009 AGM resolutions.	
Number acquired	2,280,000 CFRAK	
Number disposed	Nil	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Employee Incentive Options issued for no consideration, under the provisions of the Company's Employee Options Scheme.	
No. of securities held after change	28,238,898 CFR 1,095,367 CFRO 1,095,367 CFROB 7,400,000 CFRAO 21,660,000 CFRAK 6,500,000 Unlisted \$0.00448 Options expiring 31 December 2009 6,500,000 Unlisted \$0.00948 Options expiring 31 December 2009	
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Employee Incentive Options issued under the provisions of the Company's Employee Options Scheme.	

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	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-

⁺ See chapter 19 for defined terms.

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	-
Interest acquired	-
Interest disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	-
Interest after change	

⁺ 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 30/9/2001.

Name of entity Cluff Resources Pacific NL	
ABN 72 002 261 565	

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 Anthony Johns
Date of last notice	7 September 2009

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	
(including registered holder)	Johns Corporation P/L as trustee for <johns family="" trust="">. The Director is a Director of the Company and beneficiary of the Trust</johns>	
Date of change	4 November 2009	
change	Securities held by Johns Corporation P/L as trustee for <johns family="" trust="">: 146,872,167 CFR 13,089,805 CFRO 13,089,805 CFROB 19,380,000 CFRAK 20,500,000 Unlisted \$0.00448 Options expiring 31 December 2009 20,500,000 Unlisted \$0.00948 Options expiring 31 December 2009 10,000,000 Unlisted \$0.00348 Options expiring 31 December 2010 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2010 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2011 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2011 Securities held directly by Ian Anthony Johns: 9,405,215 CFR 5,734,202 CFRO</johns>	

⁺ See chapter 19 for defined terms.

	Held by Victoria Anne Johns (Spouse): 3,700,000 CFR 950,000 CFRO 950,000 CFROB
Class	CFR – fully paid ordinary shares CFRO – Listed 31 July 2010 Options convertible at \$0.006 per Option CFROB - Listed 31 July 2011 Options convertible at \$0.01 per Option CFRAK - Unlisted Employee Options exercisable at 0.5 cents (\$0.005) per Option and expiring on 31 August 2012 Unlisted Options - issued to Directors pursuant to 2009 AGM resolutions.
Number acquired	2,280,000 CFRAK issued to Johns Corporation P/L as trustee for <johns family="" trust="">:</johns>
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Employee Incentive Options issued for no consideration, under the provisions of the Company's Employee Options Scheme.
No. of securities held after change No. of securities held after change	Securities held by Johns Corporation P/L as trustee for <johns family="" trust="">: 146,872,167 CFR 13,089,805 CFRO 13,089,805 CFROB 21,660,000 CFRAK 20,500,000 Unlisted \$0.00448 Options expiring 31 December 2009 20,500,000 Unlisted \$0.00948 Options expiring 31 December 2010 10,000,000 Unlisted \$0.00348 Options expiring 31 December 2010 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2010 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2011 10,000,000 Unlisted \$0.00948 Options expiring 31 December 2011 Securities held directly by lan Anthony Johns: 9,405,215 CFR 5,734,202 CFROB Held by Victoria Anne Johns (Spouse): 3,700,000 CFR 950,000 CFRO 950,000 CFROB Employee Incentive Options issued under the provisions of</johns>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buyback	Employee Incentive Options issued under the provisions of the Company's Employee Options Scheme.

⁺ See chapter 19 for defined terms.

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

⁺ 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 30/9/2001.

Name	e of entity Cluff Resources Pacific NL	
ABN	72 002 261 565	

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	Scott Monro Enderby
Date of last notice	29 October 2009

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)	-
Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	4 November 2009
No. of securities held prior to change	12,466,666 CFR 111,111 CFROB 4,900,000 CFRAO 19,380,000 CFRAK 4,500,000 Unlisted \$0.00448 Options expiring 31 December 2009 4,500,000 Unlisted \$0.00948 Options expiring 31 December 2009

⁺ See chapter 19 for defined terms.

Class	CFR - Fully paid ordinary shares CFRO - Listed 31 July 2010 Options convertible at \$0.006 per Option CFROB - Listed 31 July 2011 Options convertible at \$0.01 per Option CFRAO - Unlisted Employee Options exercisable at 1 cent (\$0.01) per Option and expiring 13 Sept 2010 CFRAK - Unlisted Employee Options exercisable at 0.5 cents (\$0.005) per Option and expiring on 31 August 2012 Unlisted Options - issued to Directors pursuant to 2009 AGM resolutions.
Number acquired	2,280,000 CFRAK
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Employee Incentive Options issued for no consideration, under the provisions of the Company's Employee Options Scheme.
No. of securities held after change	14,266,666 CFR 111,111 CFRO 111,111 CFROB 4,900,000 CFRAO 21,660,000 CFRAK 4,500,000 Unlisted \$0.00448 Options expiring 31 December 2009 4,500,000 Unlisted \$0.00948 Options expiring 31 December 2009
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Employee Incentive Options issued under the provisions of the Company's Employee Options Scheme.

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	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
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	

⁺ See chapter 19 for defined terms.

Interest acquired	-
•	
Interest disposed	-
•	
Value/Consideration	-
Note: If consideration is non-cash, provide details	
and an estimated valuation	
Interest after change	
interest after change	
1	

⁺ See chapter 19 for defined terms.