

# ASX Release

## **Citadel Resource Group Limited (Company) - Amendment to Appendices 3Y (Change of Director's Interest Notice)**

22 December 2009

Dear Sir

We enclose Appendices 3Y for Inés Louise Scotland and Ralph Nicholas Stagg as a result of changes to their shareholdings in the Company.

We note that due to a clerical error, previous Appendix 3X for each of Inés Louise Scotland and Ralph Nicholas Stagg were incorrect.

These errors have been noted on the enclosed Appendices 3Y which now reflect the actual positions of both Inés Louise Scotland and Ralph Nicholas Stagg as well as the recent changes to their shareholding.

Yours faithfully



Sue-Ann Higgins  
General Counsel and Company Secretary  
For the Board of Directors of Citadel Resource Group Limited

# 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.

<b>Name of entity Citadel Resource Group Limited (Citadel)</b>
<b>ABN 92 009 727 959</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>	Inés Louise Scotland
<b>Date of last notice</b>	4 December 2007

### 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.	Beneficial
<b>Date of change</b>	18 December 2009

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p><b>No. of securities held prior to change</b></p> <p><b>Rair Holdings WLL</b> (as a shareholder)</p> <p><b>345,000,000 ordinary shares</b></p> <p><b>Experta Trust Services</b> &lt;Sibella Settlement A/C&gt;</p> <p><b>37,000,000 ordinary shares</b></p> <p><b>Rair Holdings WLL</b> (as a shareholder)</p> <p><b>26,667,000 options exercisable at 20 cents and expiring 31 December 2010</b></p> <p>(Previously incorrectly stated to be Rair Holdings WLL 230,019,570 ordinary shares (as a shareholder)</p> <p>Rair Holdings WLL 26,667,000 options exercisable at 20 cents and expiring 31 December 2010</p> <p>Experta Trust Services (Sibella Settlement AC) 24,690,430 ordinary shares)</p>	<p><b>345,000,000 ordinary shares</b></p> <p><b>37,000,000 ordinary shares</b></p> <p><b>26,667,000 options exercisable at 20 cents and expiring 31 December 2010</b></p> <p>(Previously incorrectly stated to be Rair Holdings WLL 230,019,570 ordinary shares (as a shareholder)</p> <p>Rair Holdings WLL 26,667,000 options exercisable at 20 cents and expiring 31 December 2010</p> <p>Experta Trust Services (Sibella Settlement AC) 24,690,430 ordinary shares)</p>
<p><b>Class</b></p>	<p>Options and ordinary shares</p>
<p><b>Number acquired</b></p>	<p>N/A</p>
<p><b>Number disposed</b></p>	<p><b>277,416,667 ordinary shares</b></p> <p><b>12,266,820 options exercisable at 20 cents and expiring 31 December 2010</b></p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>No consideration.</p>
<p><b>No. of securities held after change</b></p> <p><b>ANZ Custodian Services as nominee for Credence Trust (Singapore) Pte Ltd atf IS&amp;P Singapore Retirement Fund (defined benefit – allocated class)</b></p> <p><b>100,333,333 ordinary shares</b></p> <p><b>Rair Holdings WLL</b> (as a shareholder)</p> <p><b>7,250,000 ordinary shares</b></p> <p><b>ANZ Custodian Services as nominee for Credence Trust (Singapore) Pte Ltd atf IS&amp;P Singapore Retirement Fund (defined benefit – allocated class)</b></p> <p><b>14,400,180 options exercisable at 20 cents and expiring 31 December 2010</b></p>	<p><b>100,333,333 ordinary shares</b></p> <p><b>7,250,000 ordinary shares</b></p> <p><b>14,400,180 options exercisable at 20 cents and expiring 31 December 2010</b></p>

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<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>	<p>Shares transferred to staff and contractors of Citadel as bonuses.</p> <p>Also shares and options transferred to Credence Trust Singapore Pty Ltd atf IS&amp;P Singapore Retirement Fund discretionary account in which Ms Scotland does not have a relevant interest.</p> <p>Also gift of shares to advisor</p>
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**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>	NA
<b>Nature of interest</b>	NA
<b>Name of registered holder (if issued securities)</b>	NA
<b>Date of change</b>	NA
<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	NA
<b>Interest acquired</b>	NA
<b>Interest disposed</b>	NA
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	NA
<b>Interest after change</b>	NA

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# Appendix 3Y

## Change of Director's Interest Notice

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Introduced 30/9/2001.

<b>Name of entity Citadel Resource Group Limited</b>
<b>ABN 92 009 727 959</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>	Ralph Nicholas Stagg
<b>Date of last notice</b>	4 December 2007

### 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.	Beneficial
<b>Date of change</b>	18 December 2009

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p><b>No. of securities held prior to change</b></p> <p><b>Rair Holdings WLL</b> (as a shareholder)</p> <p><b>Stagg Capital Pty Ltd &amp; Rnaj Pty Ltd (Rnaj Stagg Super Fund A/c)</b></p> <p><b>Rair Holdings WLL</b> (as a shareholder)</p>	<p><b>345,000,000 ordinary shares</b></p> <p><b>1,000,000 partly paid shares</b></p> <p><b>13,333,000 options exercisable at 20 cents and expiring 31 December 2010</b></p> <p>(Previously incorrectly stated to be</p> <p>Rair Holdings WLL 114,980,430 ordinary shares (as a shareholder)</p> <p>Rair Holdings WLL 13,333,000 options exercisable at 20 cents and expiring 31 December 2010</p> <p>Experta Trust Services 12,319,570 ordinary shares &lt;Sibella Settlement AC&gt;)</p>
<p><b>Class</b></p>	<p>Options and ordinary shares</p>
<p><b>Number acquired</b></p>	<p>Nil</p>
<p><b>Number disposed</b></p>	<p>226,166,666</p>
<p><b>Value/Consideration</b>  <small>Note: If consideration is non-cash, provide details and estimated valuation</small></p>	<p>None</p>
<p><b>No. of securities held after change</b></p> <p><b>Bahrain Investments Pty Limited atf Bahrain Investments Absolutely Entitled Trust</b></p> <p><b>Rair Holdings WLL</b> (as trustee)</p> <p><b>Stagg Capital Pty Ltd &amp; Rnaj Pty Ltd (Rnaj Stagg Super Fund A/c)</b></p> <p><b>Bahrain Investments Pty Limited atf Bahrain Investments Absolutely Entitled Trust</b></p>	<p><b>117,833,334 ordinary shares</b></p> <p><b>1,000,000 ordinary shares</b></p> <p><b>1,000,000 partly paid shares</b></p> <p><b>13,333,000 options exercisable at 20 cents and expiring 31 December 2010</b></p>
<p><b>Nature of change</b>  <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small></p>	<p>Internal restructure of Mr Stagg's holdings including allocation of indirect holding of ordinary shares and options previously held through Rair Holdings WLL.</p>

**Part 2 – Change of director's interests in contracts**

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

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