

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 | BREAKAWAY RESOURCES LIMITED |
| ABN | 16 061 595 051 |

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 | DAVID HUTTON |
| Date of last notice | 6 May 2010 |

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Mrs Rachel Hutton (spouse) |
| Date of change | 30 November 2010 |
| No. of securities held prior to change | Direct 384,514 ordinary shares (BRW) 250,000 options exercisable at 85 cents and expiring 30 July 2010 (BRWAM) Indirect 250,000 options exercisable at 58 cents and expiring 30 July 2011 (BRWAS) |
| Class | Full Paid Ordinary Shares (BRW) and Options |
| Number acquired | 1,500,000 share options expiring 30 November 2013 comprising:- - 500,000 options exercisable at 15 cents vesting in 12 months - 500,000 options exercisable at 20 cents vesting in 24 months - 500,000 options exercisable at 25 cents vesting in 36 months |
| Number disposed | - |

+ See chapter 19 for defined terms.

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|---|--|
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | Nil |
| No. of securities held after change | Direct 384,514 ordinary shares (BRW) 250,000 options exercisable at 85 cents and expiring 30 July 2010 (BRWAM) Indirect 250,000 options exercisable at 58 cents and expiring 30 July 2011 (BRWAS) 1,500,000 share options expiring 30 November 2013 comprising:- - 500,000 options exercisable at 15 cents - 500,000 options exercisable at 20 cents - 500,000 options exercisable at 25 cents |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Unlisted option issue approved at AGM on 26 November 2010 |

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.

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| Detail of contract | Nil |
| 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.