

CAR67 101121 CJB:MF

21 November 2010

The Directors  
Carrick Gold Limited  
Level 11  
16 St George's Terrace  
PERTH WA 6000

BY COURIER

Attention: Mr Laurence Freedman - Chairman  
Mr Bevan Jaggard – Company Secretary

Dear Sirs

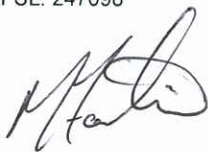
**Susan Marie Carr**  
**Notice of Change of Interests of Substantial Shareholder (Form 604)**

Please find attached a Form 604 from Mrs Susan Carr notifying a change of interest in her substantial shareholding interests in Carrick Gold Limited.

Will you please also advise the Australian Securities Exchange, and the market, of the change of interest details.

Please note that the off-market share transfer forms effecting the change of interest were hand delivered to Advance Share Registry Ltd, Unit 2, 150 Stirling Highway, Nedlands WA last Friday 19 November 2010 for processing.

Yours sincerely  
William Buck Financial Services (WA) Pty Ltd  
ABN: 64 082 518 803  
AFSL: 247098



AP Chris Brown  
Director

Enc.

Sydney  
Melbourne  
Brisbane  
Perth  
Adelaide  
Auckland

Level 3, South Shore Centre, 83 South Perth Esplanade, South Perth WA 6151  
PO Box 748, South Perth WA 6951  
Telephone: +61 8 6436 2888 • Facsimile: +61 8 6436 2889  
[williambuck.com](http://williambuck.com)

William Buck is an association of independent firms, each trading under the name of William Buck across Australia and New Zealand with affiliated offices worldwide. Liability limited by a scheme approved under Professional Standards Legislation other than for acts or omissions of financial services licensees.

**Praxity**  
ASSOCIATE  
GLOBAL ALLIANCE OF  
INDEPENDENT FIRMS

**Form 604**

Corporations Act 2001

Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme Carrick Gold Limited

ACN/ARSN 100 405 954

**1. Details of substantial holder(1)**

Name Susan Marie Carr

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

19 / 11 / 10

The previous notice was given to the company on

3 / 9 / 10

The previous notice was dated

3 / 9 / 10**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary	52,210,000	37.56%	18,710,000	13.46%

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	Susan Marie Carr	Off-market sale	\$0.535 / share	Ordinary 26,700,000	19.21%
	Susan Marie Carr	Off-market sale	\$0.535 / share	Ordinary 6,800,000	4.89%

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Susan Marie Carr	Susan Marie Carr	Susan Marie Carr	Beneficial Owner	Ordinary 18,710,000	13.46%

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

**6. Addresses**

The addresses of persons named in this form are as follows:

Name	Address
Susan Marie Carr	Po Box 954, South Perth WA 6951

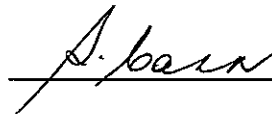
**Signature**

print name Susan Marie Carr

capacity

sign here

date 19, 11, 2010

 \_\_\_\_\_

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.