

Appendix 3Y

Change of Director's Interest Notice

Name of entity REDCLIFFE RESOURCES LIMITED
ABN 63 010 856 014

We Redcliffe Resources Limited 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	RODNEY DAVID FOSTER
Date of last notice	1 February 2013

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.	Director of Companies
Date of change	6 March 2014
No. of securities held prior to change	Minico Pty Ltd 3,433,334 ordinary fully paid shares 1,953,334 March 2014 options Malanti Pty Ltd 1,585,937 ordinary fully paid shares 634,375 March 2014 options Foster Superannuation Fund 2,700,000 ordinary fully paid shares 1,500,000 March 2014 options
Class	Ordinary shares
Number acquired	Minico Pty Ltd 7,042,254 ordinary shares
Number disposed	nil

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$100,000
No. of securities held after change	Minico Pty Ltd 10,475,558 ordinary fully paid shares 1,953,334 March 2014 options Malanti Pty Ltd 1,585,937 ordinary fully paid shares 634,375 March 2014 options Foster Superannuation Fund 2,700,000 ordinary fully paid shares 1,500,000 March 2014 options
Nature of change	Conversion of Convertible Notes,

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

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