

# 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</b>	<b>The Waterberg Coal Company Limited</b>
<b>ABN</b>	<b>64 065 480 453</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>	Brian Keith McMaster
<b>Date of last notice</b>	29 July 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*

<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.	Reeve Ventures Pty Ltd <The Vega A/C> - Director and beneficiary  Hudsons Bay Investments Pty Ltd <Hudson Bay Investment A/C> - Director and beneficiary  Vega Funds Pty Ltd <The Viva Account> - Director and beneficiary
<b>Date of change</b>	11 December 2013
<b>No. of securities held prior to change</b>	Reeve Ventures Pty Ltd <The Vega A/C>: (a) 2,350,774 Ordinary Shares (b) 500,000 Placement Options  Hudson Bay Investments Pty Ltd <Hudson Bay Investment A/C> (c) 25,000,000 Corporate Advisory Options (Mr McMaster is entitled to 8,750,000 Corporate Advisory Options) (d) 250,000 Ordinary Shares (Mr McMaster is entitled to 87,500 Ordinary Shares) (e) 500,000 Placement Options (Mr McMaster is entitled to 175,000 Placement Options)

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<b>Class</b>	(a) Ordinary Shares (b) Unlisted options exercisable at \$0.20 on or before 31/12/14 <b>(Placement Options)</b> (c) Unlisted options exercisable at \$0.20 on or before 31/12/16 <b>(Corporate Advisory Options)</b> (d) Unlisted options exercisable at \$0.30 on or before 31/12/16 <b>(Director Options)</b>
<b>Number acquired</b>	20,000,000 Director Options
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.

<b>No. of securities held after change</b>	Reeve Ventures Pty Ltd <The Vega A/C>: (a) 2,350,774 Ordinary Shares (b) 500,000 Placement Options  Hudsons Bay Investments Pty Ltd <Hudson Bay Investment A/C> (c) 25,000,000 Corporate Advisory Options (Mr McMaster is a beneficiary of 8,750,000 Corporate Advisory Options) (d) 250,000 Ordinary Shares (Mr McMaster is a beneficiary of 87,500 Ordinary Shares) (e) 500,000 Placement Options (Mr McMaster is a beneficiary of 175,000 Placement Options)  Vega Funds Pty Ltd <The Viva Account> (a) 20,000,000 Director Options
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<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	The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.
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**Part 2 – Change of director's interests in contracts**

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**Change of Director's Interest Notice**

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

**Part 3 – Closed Period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>The Waterberg Coal Company Limited</b>
<b>ABN</b>	<b>64 065 480 453</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>	Stephen William Miller
<b>Date of last notice</b>	12 June 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*

<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.	<ul style="list-style-type: none"><li>(a) Clearview Asset Pty Limited as trustee of the Clearview Asset Trust – director and beneficiary.</li><li>(b) Resource Venture Capital Partners Pty Ltd (power to control disposal).</li><li>(c) Evening Star Enterprises Pty Ltd as trustee of the Millcorp Super Fund – director and beneficiary.</li><li>(d) Clearview Asset Pty Ltd (power to control disposal).</li><li>(e) Millcorp Securities Pty Ltd as trustee of Millcorp Securities Trust - director and beneficiary.</li><li>(f) Millcorp Securities Pty Ltd as trustee of Millcorp Super Fund - director and beneficiary.</li><li>(g) Millcorp Securities Pty Ltd (power to control disposal)</li></ul>
<b>Date of change</b>	11 December 2013

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<b>No. of securities held prior to change</b>	<p>27,203,125 Fully Paid Ordinary Shares, held by:</p> <ul style="list-style-type: none"> <li>(a) Clearview Asset Pty Limited as trustee of the - 16,762,500 Ordinary Shares</li> <li>(b) Resource Venture Capital Partners Pty Ltd - 2,362,500 Ordinary Shares</li> <li>(c) Evening Star Enterprises Pty Ltd as trustee of the Millcorp Super Fund - 4,500,000 Ordinary Shares</li> <li>(d) Clearview Asset Pty Ltd - 156,250 Ordinary Shares</li> <li>(e) Millcorp Securities Pty Ltd as trustee of Millcorp Securities Pty Ltd - 2,500,000 Ordinary Shares</li> <li>(f) Millcorp Securities Pty Ltd as trustee of Millcorp Super Fund - 921,875 Ordinary Shares</li> </ul>
<b>Class</b>	<ul style="list-style-type: none"> <li>(a) Ordinary Shares</li> <li>(b) Unlisted options exercisable at \$0.30 on or before 31/12/16 (<b>Director Options</b>)</li> </ul>
<b>Number acquired</b>	15,000,000 Director Options
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.

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<b>No. of securities held after change</b>	<p>27,203,125 Fully Paid Ordinary Shares, held by:</p> <ul style="list-style-type: none"> <li>(a) Clearview Asset Pty Limited as trustee of the - 16,762,500 Ordinary Shares</li> <li>(b) Resource Venture Capital Partners Pty Ltd - 2,362,500 Ordinary Shares</li> <li>(c) Evening Star Enterprises Pty Ltd as trustee of the Millcorp Super Fund - 4,500,000 Ordinary Shares</li> <li>(d) Clearview Asset Pty Ltd - 156,250 Ordinary Shares</li> <li>(e) Millcorp Securities Pty Ltd as trustee of Millcorp Securities Pty Ltd - 2,500,000 Ordinary Shares</li> <li>(f) Millcorp Securities Pty Ltd as trustee of Millcorp Super Fund - 921,875 Ordinary Shares</li> </ul> <p>Evening Star Enterprises Pty Ltd – 10,000,000 Director Options</p> <p>Millcorp Securities Pty Ltd – 5,000,000 Director Options</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>The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.</p>
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**Part 2 – Change of director's interests in contracts**

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<p><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</p>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	

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

**Part 3 – Closed Period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>The Waterberg Coal Company Limited</b>
<b>ABN</b>	<b>64 065 480 453</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>	Jonathan Hart
<b>Date of last notice</b>	1 May 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*

<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.	Jonathan Hart <J Hart Family Trust>. Mr Hart is the trustee and beneficiary of this company.
<b>Date of change</b>	28 April 2013
<b>No. of securities held prior to change</b>	Jonathan Hart <J Hart Family Trust> (a) 250,000 Ordinary Shares (b) 300,000 Placement Options
<b>Class</b>	(a) Ordinary Shares (b) unlisted options exercisable at \$0.20 on or before 31 December 2014 ( <b>Placement Options</b> ) (c) unlisted options exercisable at \$0.20 on or before 31 December 2016 ( <b>Director Options</b> )
<b>Number acquired</b>	3,000,000 Director Options
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.



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<b>No. of securities held after change</b>	Jonathan Hart <J Hart Family Trust>: (a) 250,000 Ordinary Shares (b) 300,000 Placement Options (c) 3,000,000 Director Options
<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	The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.

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

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

**Part 3 – Closed Period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>The Waterberg Coal Company Limited</b>
<b>ABN</b>	<b>64 065 480 453</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>	Dr Nakedi Mathews Phosa
<b>Date of last notice</b>	31 October 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*

<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.	Dr Nakedi Mathews Phosa <The NMP Trust>. Dr Phosa is the trustee and a beneficiary of this trust.
<b>Date of change</b>	11 December 2013
<b>No. of securities held prior to change</b>	Nil
<b>Class</b>	(a) unlisted options exercisable at \$0.30 on or before 31 December 2016 ( <b>Options</b> )
<b>Number acquired</b>	20,000,000 Director Options
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	The primary purpose of the grant of the Options to Dr Phosa is to provide a performance linked incentive component in the remuneration package for Dr Phosa to motivate and reward the performance of Dr Phosa in his respective role with the Company.

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<b>No. of securities held after change</b>	Dr Nakedi Mathews Phosa <The NMP Trust> (a) 20,000,000 Options
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<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	The primary purpose of the grant of the Options to Dr Phosa is to provide a performance linked incentive component in the remuneration package for Dr Phosa to motivate and reward the performance of Dr Phosa in his respective role with the Company.
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**Part 2 – Change of director's interests in contracts**

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

**Part 3 – Closed Period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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<b>Name of entity</b>	<b>The Waterberg Coal Company Limited</b>
<b>ABN</b>	<b>64 065 480 453</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>	Daniel Crennan
<b>Date of last notice</b>	18 July 2012

### 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*

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Shares held by Laura Victoria Crennan. Laura Victoria Crennan is the spouse of Daniel Crennan.
<b>Date of change</b>	11 December 2013
<b>No. of securities held prior to change</b>	100,000 fully paid ordinary shares – Laura Victoria Crennan
<b>Class</b>	(a) Fully paid ordinary shares (b) Unlisted options exercisable at \$0.30 on or before 31/12/16 ( <b>Director Options</b> )
<b>Number acquired</b>	3,000,000 Director Options
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.

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<b>No. of securities held after change</b>	(a) 100,000 fully paid ordinary shares – Laura Victoria Crennan (b) 3,000,000 Director Options – Daniel Crennan
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<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	The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.
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**Part 2 – Change of director's interests in contracts**

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

**Part 3 – Closed Period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>The Waterberg Coal Company Limited</b>
<b>ABN</b>	<b>64 065 480 453</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>	Scott Funston
<b>Date of last notice</b>	12 April 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*

<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.	Francis Scott Funston & Victoria Alexis Suzanne Funston <Funston Investment A/C> - trustee and beneficiary  Hudson Bay Investments Pty Ltd <Hudson Bay Investment A/C> - Director and beneficiary
<b>Date of change</b>	11 December 2013
<b>No. of securities held prior to change</b>	Francis Scott Funston & Victoria Alexis Suzanne Funston <Funston Investment A/C> (a) 200,000 fully paid ordinary shares (b) 200,000 unlisted options exercisable at \$0.20 and expire 31 December 2014  Hudsons Bay Investments Pty Ltd <Hudson Bay Investment A/C> (c) 25,000,000 Corporate Advisory Options (Mr Funston is entitled to 3,750,000 Corporate Advisory Options) (d) 500,000 Placement Options (Mr Funston is entitled to 75,000 Placement Options)

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<b>Class</b>	(a) Ordinary Shares (b) Unlisted options exercisable at \$0.20 on or before 31/12/14 <b>(Placement Options)</b> (c) Unlisted options exercisable at \$0.20 on or before 31/12/16 <b>(Corporate Advisory Options)</b> (d) Unlisted options exercisable at \$0.30 on or before 31/12/16 <b>(Director Options)</b>
<b>Number acquired</b>	2,000,000 Director Options
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.

<b>No. of securities held after change</b>	Francis Scott Funston & Victoria Alexis Suzanne Funston <Funston Investment A/C> (a) 200,000 fully paid ordinary shares (b) 200,000 Placement Options (c) 2,000,000 Director Options  Hudsons Bay Investments Pty Ltd <Hudson Bay Investment A/C> (c) 25,000,000 Corporate Advisory Options (Mr Funston is a beneficiary of 3,750,000 Corporate Advisory Options) (d) 500,000 Placement Options (Mr Funston is a beneficiary of 75,000 Placement Options)
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<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	The primary purpose of the grant of the Director Options to the Director is to provide a performance linked incentive component in the remuneration package for the Director to motivate and reward the performance of the Director in his respective role as Director and it was approved by shareholders at the Company's annual general meeting on 28 November 2013.
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**Part 2 – Change of director's interests in contracts**

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

**Part 3 – Closed Period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A