

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 30/09/01 Amended 01/01/11

Name of entity	Carnaby Resources Ltd
ABN	62 610 855 064

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	Justin Tremain
Date of last notice	16 October 2018

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mr Justin Albert Tremain & Mrs Sasha Tara Tremain <J & S Tremain Super Fund A/C>. Justin Tremain is a director and beneficiary Sash Tremain. Sasha Tremain is the wife of Justin Tremain.
Date of change	28 June 2019
No. of securities held prior to change	Mr Justin Albert Tremain & Mrs Sasha Tara Tremain <J & S Tremain Super Fund A/C > - 625,000 ordinary fully paid shares Sasha Tremain - 2,000,000 ordinary fully paid shares Justin Albert Tremain - 500,000 unlisted options exercisable at \$0.25 each on or before 31 December 2019 - 500,000 unlisted options exercisable at \$0.001 each on or before 30 November 2020.
Class	Ordinary fully paid shares
Number acquired	300,000 by Mr Justin Albert Tremain & Mrs Sasha Tara Tremain <J & S Tremain Super Fund A/C>.

+ See chapter 19 for defined terms.

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Number disposed	300,000 by Sasha Tremain.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$45,000
No. of securities held after change	Mr Justin Albert Tremain & Mrs Sasha Tara Tremain <J & S Tremain Super Fund A/C > - 925,000 ordinary fully paid shares Sasha Tremain - 1,700,000 ordinary fully paid shares Justin Albert Tremain - 500,000 unlisted options exercisable at \$0.25 each on or before 31 December 2019 - 500,000 unlisted options exercisable at \$0.001 each on or before 30 November 2020.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off-market transfer of 300,000 shares from Sasha Tremain to Mr Justin Albert Tremain & Mrs Sasha Tara Tremain <J & S Tremain Super Fund A/C>.

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	
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	

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

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