

## ASX ANNOUNCEMENT

10 December 2012

Company Announcements Platform  
Australian Stock Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam

### Appendix 3Y's - Change of Director's Interest Notices

Please find attached Appendix 3Y's for directors Mr Murray, Mr Lubieniecki, Mr Davis and Mr Hart.

The Company is aware of its listing rule obligations in respect to this matter and specifically listing rules 3.19A and 3.19B. In this respect the Company makes the following statements about the attached Appendix 3Y's.

1. The Appendix 3Y's had not previously been reported as a result of an administrative oversight.
2. The Company has informed all Directors of the disclosure requirements set out in listing rules 3.19A, 3.19B and s205G of the Corporations Act. In addition the Company has previously adopted a Securities Trading Policy which has been disclosed to the market and which outlines the requirements for disclosure and approval of all securities trading.
3. The Company is confident that the arrangements it currently has in place are adequate and doesn't believe that any additional steps are required to ensure ongoing compliance with listing rule 3.19B.

Yours faithfully,  
Gold Road Resources Limited

**KEVIN HART**  
COMPANY SECRETARY



#### COMPANY DIRECTORS

**Ian Murray**  
Chairman

**Ziggy Lubieniecki**  
Executive Director

**Russell Davis**  
Non-Executive Director

**Kevin R Hart**  
Company Secretary, Non-Executive Director

**Martin Pyle**  
Non-Executive Director

**David Woodall**  
Non-Executive Director

#### CONTACT DETAILS

**Principal & Registered Office**  
22 Altona St, West Perth, WA, 6005

#### Website

[www.goldroad.com.au](http://www.goldroad.com.au)

#### Email

[perth@goldroad.com.au](mailto:perth@goldroad.com.au)

#### Phone

+61(8) 9486 4144

#### Fax

+61(8) 9481 6405

# 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: <b>Gold Road Resources Limited</b>
ABN: <b>13 109 289 527</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.

Name of Director	Ian Murray
Date of last notice	9 May 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*

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 & Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Troyleigh Investments Pty Ltd - As Trustee for Ian and Karen Trust
Date of change	10 December 2012

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p>No. of securities held prior to change</p>	<p>Indirect</p> <ul style="list-style-type: none"> <li>• 10,661,648 fully paid ordinary shares</li> <li>• 1,000,000 unlisted options exercisable by payment of \$0.37 each on or before 30 November 2012.</li> <li>• 3,000,000 unlisted options exercisable at various prices on 30 May 2013.</li> <li>• 2,000,000 unlisted options exercisable by payment of \$0.615 each on or before 31 October 2014</li> </ul> <p>Direct</p> <ul style="list-style-type: none"> <li>• 600,000 – Performance Share Rights - Performance Rights are subject to recipients remaining employed by the Company up to the Test Date and the 10 day VWAP of trading in the shares up to the relevant Test Date being at least: <ul style="list-style-type: none"> <li>- 47 cents per Share in relation to 300,000 Performance Rights which are tested and vest on 30 November 2012</li> <li>- 59 cents per Share in relation to 300,000 Performance Rights which are tested and vest on 30 November 2013.</li> </ul> </li> </ul>
<p>Class</p>	<p>Share Performance Rights</p>
<p>Number acquired</p>	<p>1,600,000</p>
<p>Number disposed</p>	<p>Securities expired:</p> <ul style="list-style-type: none"> <li>- 1,000,000 unlisted options exercisable by payment of \$0.37 each on or before 30 November 2012.</li> <li>- 300,000 Performance Rights with a 47 cents per share VWAP test vesting on 30 November 2012</li> </ul>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>NIL</p>

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p>No. of securities held after change</p>	<p>Indirect</p> <ul style="list-style-type: none"> <li>• 10,661,648 fully paid ordinary shares</li> <li>• 3,000,000 unlisted options exercisable at various prices on 30 May 2013.</li> <li>• 2,000,000 unlisted options exercisable by payment of \$0.615 each on or before 31 October 2014</li> </ul> <p>Direct</p> <ul style="list-style-type: none"> <li>• 300,000 – Performance Share Rights - Performance Rights are subject to recipients remaining employed by the Company up to the Test Date and the 10 day VWAP of trading in the shares up to the relevant Test Date being at least: <ul style="list-style-type: none"> <li>- 59 cents per Share in relation to 300,000 Performance Rights which are tested and vest on 30 November 2013.</li> </ul> </li> <li>• 1,600,000 – Performance Share Rights - Performance Rights are subject to recipients remaining employed by the Company up to the Test Date and the 60 day VWAP of trading in the shares during the 6 month period prior to the relevant Test Date being at least: <ul style="list-style-type: none"> <li>- 24 cents per Share in relation to 800,000 Performance Rights which are tested and vest on 30 November 2013.</li> <li>- 28 cents per Share in relation to 800,000 Performance Rights which are tested and vest on 30 November 2014.</li> </ul> </li> </ul>
<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>Performance Share Rights pursuant to the Gold Road Resources Limited Employee Incentive Plan and approved by shareholders at the Annual General Meeting held on 21 November 2012.</p>

**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.

<p>Detail of contract</p>	<p>N/A</p>
<p>Nature of interest</p>	<p>N/A</p>

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

---

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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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

---

+ See chapter 19 for defined terms.

# 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: <b>Gold Road Resources Limited</b>
ABN: <b>13 109 289 527</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.

Name of Director	Ziggy Lubieniecki
Date of last notice	20 December 2011

### 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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	10 December 2012

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p>No. of securities held prior to change</p>	<ul style="list-style-type: none"> <li>• 1,101,000 - Ordinary Fully Paid Shares.</li> <li>• 500,000 - Unlisted Options - exercisable by payment of 37 cents each on or before 30 November 2012.</li> <li>• 1,300,000 - Unlisted Options - exercisable by payment of 10 and 15 cents each expiring 30 June 2014.</li> <li>• 1,000,000 - Unlisted Options - exercisable by payment of 10/ 11 and 13 cents each expiring 30 September 2015.</li> <li>• 1,000,000 - Unlisted Options - exercisable by payment of 97.5 cents each expiring 30 April 2015.</li> <li>• 500,000 – Performance Share Rights - Performance Rights are subject to recipients remaining employed by the Company up to the Test Date and the 10 day VWAP of trading in the shares up to the relevant Test Date being at least: <ul style="list-style-type: none"> <li>- 47 cents per Share in relation to 250,000 Performance Rights which are tested and vest on 30 November 2012</li> <li>- 59 cents per Share in relation to 250,000 Performance Rights which are tested and vest on 30 November 2013.</li> </ul> </li> </ul>
<p>Class</p>	<p>Performance Share Rights.</p>
<p>Number acquired</p>	<p>1,250,000 Performance Share Rights</p>
<p>Number disposed</p>	<p>Securities expired:</p> <ul style="list-style-type: none"> <li>- 500,000 unlisted options exercisable by payment of \$0.37 each on or before 30 November 2012.</li> <li>- 250,000 Performance Rights with a 47 cents per share VWAP test vesting on 30 November 2012</li> </ul>
<p>Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Nil</p>

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<p>No. of securities held after change</p>	<ul style="list-style-type: none"> <li>• 1,101,000 - Ordinary Fully Paid Shares.</li> <li>• 1,300,000 - Unlisted Options - exercisable by payment of 10 and 15 cents each expiring 30 June 2014.</li> <li>• 1,000,000 - Unlisted Options - exercisable by payment of 10/ 11 and 13 cents each expiring 30 September 2015.</li> <li>• 1,000,000 - Unlisted Options - exercisable by payment of 97.5 cents each expiring 30 April 2015.</li> <li>• 250,000 – Performance Share Rights - Performance Rights are subject to recipients remaining employed by the Company up to the Test Date and the 10 day VWAP of trading in the shares up to the relevant Test Date being at least:             <ul style="list-style-type: none"> <li>- 59 cents per Share in relation to 250,000 Performance Rights which are tested and vest on 30 November 2013.</li> </ul> </li> <li>• 1,250,000 – Performance Share Rights - Performance Rights are subject to recipients remaining employed by the Company up to the Test Date and the 60 day VWAP of trading in the shares during the 6 month period prior to the relevant Test Date being at least:             <ul style="list-style-type: none"> <li>- 24 cents per Share in relation to 625,000 Performance Rights which are tested and vest on 30 November 2013.</li> <li>- 28 cents per Share in relation to 625,000 Performance Rights which are tested and vest on 30 November 2014.</li> </ul> </li> </ul>
<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>Performance Share Rights pursuant to the Gold Road Resources Limited Employee Incentive Plan and approved by shareholders at the Annual General Meeting held on 21 November 2012.</p>

+ See chapter 19 for defined terms.



## Appendix 3Y Change of Director's Interest Notice

---

### 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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	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

---

+ See chapter 19 for defined terms.

# 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

<b>Name of entity: Gold Road Resources Limited</b>
<b>ABN: 13 109 289 527</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.

Name of Director	Russell Davis
Date of last notice	15 October 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*

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>	Davis Super Fund Davis Family Investment Trust
Date of change	30 November 2012
No. of securities held prior to change	<p>Direct</p> <ul style="list-style-type: none"> <li>• 4,404,211 fully paid ordinary shares</li> <li>• 1,000,000 unlisted options exercisable by payment of \$0.37 each on or before 30 November 2012.</li> </ul> <p>Indirect</p> <ul style="list-style-type: none"> <li>• 2,531,857 fully paid ordinary shares</li> <li>• 500,000 unlisted options exercisable by payment of \$0.615 each on or before 31 October 2014.</li> </ul>
Class	Unlisted options

---

+ See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

Number acquired	Nil
Number disposed	Direct – • (1,000,000) unlisted options expired
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of securities held after change	Direct • 4,404,211 fully paid ordinary shares  Indirect • 2,531,857 fully paid ordinary shares • 500,000 unlisted options exercisable by payment of \$0.615 each on or before 31 October 2014.
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 options expired.

### 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

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

---

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

---

+ See chapter 19 for defined terms.

# 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> Gold Road Resources Limited	
<b>ABN</b>	13 109 289 527

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>	Kevin Ronald Hart
<b>Date of last notice</b>	15 December 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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	n/a
<b>Date of change</b>	30 November 2012
<b>No. of securities held prior to change</b>	Direct <ul style="list-style-type: none"> <li>• 1,000,000 unlisted options exercisable by payment of \$0.37 each on or before 30 November 2012.</li> <li>• 500,000 unlisted options exercisable by payment of \$0.615 each on or before 31 October 2014</li> </ul>
<b>Class</b>	Unlisted options
<b>Number acquired</b>	Nil

---

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>Number disposed</b>	(1,000,000) unlisted options expired
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	N/A
<b>No. of securities held after change</b>	Direct <ul style="list-style-type: none"> <li>500,000 unlisted options exercisable by payment of \$0.615 each on or before 31 October 2014</li> </ul>
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Unlisted options expired.

**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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	N/A

+ See chapter 19 for defined terms.