

ASX Announcement

7 August 2019



Company Announcements Platform
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

ASX Code GOR

ABN 13 109 289 527

COMPANY DIRECTORS

Tim Netscher
Chairman

Duncan Gibbs
Managing Director & CEO

Justin Osborne
**Executive Director,
Exploration & Growth**

Brian Levett
Non-Executive Director

Sharon Warburton
Non-Executive Director

Carol Marinkovich
Company Secretary

Dir Sir / Madam

Appendix 3Y – Change of Director’s Interest Notice – Mr Justin Osborne & Mr Duncan Gibbs

Please find attached Appendix 3Y’s noting a change in a director’s holdings in Gold Road Resources Limited (**Gold Road**) for both Mr Justin Osborne and Mr Duncan Gibbs.

Unlisted Performance Rights have been issued to the Directors, as approved by shareholders at the Annual General Meeting on 29 May 2019.

Yours faithfully

Gold Road Resources Limited

A handwritten signature in black ink, appearing to read "Carol Marinkovich", written over a light blue horizontal line.

CAROL MARINKOVICH
Company Secretary

CONTACT DETAILS

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For further information, please visit www.goldroad.com.au or contact:

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Managing Director & CEO

Duncan Hughes
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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: Gold Road Resources Limited
ABN: 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.

Name of Director	Justin OSBORNE
Date of last notice	2 May 2019

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>	Janet Tunjic Pty Ltd AFT Tunoz Family Trust
Date of change	6 August 2019
No. of securities held prior to change	<p>Direct</p> <p>Up to 426,229 Unlisted Performance Rights 1 July 2016 – 30 June 2019 (2016 – 2019 LTI) vesting 30 June 2019 and expiring 30 June 2020.</p> <p>Indirect</p> <p>1,405,501 Ordinary fully paid shares (Finnoz Pty Ltd)</p> <p>2,975,734 Ordinary fully paid shares (Janet Tunjic Pty Ltd)</p> <p>Up to 374,826 Unlisted Performance Rights 1 July 2017 – 31 December 2020 (2017 – 2020 LTI) vesting 31 December 2020 and expiring 31 December 2021.</p> <p>Up to 380,273 Unlisted Performance Rights 1 January 2018 – 31 December 2020 (2018-2020 LTI) vesting 31 December 2020 expiring 31 December 2021.</p>

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

Class	Unlisted Performance Rights
Number acquired	444,482 LTI Performance Rights 175,074 STI Performance Rights
Number disposed	Not Applicable
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Not Applicable
No. of securities held after change	<p>Direct</p> <p>Up to 426,229 Unlisted Performance Rights 1 July 2016 – 30 June 2019 (2016 – 2019 LTI) vesting 30 June 2019 and expiring 30 June 2020.</p> <p>Indirect</p> <p><i>Finnoz Pty Ltd</i> 1,405,501 Ordinary fully paid shares</p> <p><i>Janet Tunjic Pty Ltd</i> 2,975,734 Ordinary fully paid shares ()</p> <p>Up to 374,826 Unlisted Performance Rights 1 July 2017 – 31 December 2020 (2017 – 2020 LTI) vesting 31 December 2020 and expiring 31 December 2021.</p> <p>Up to 380,273 Unlisted Performance Rights 1 January 2018 – 31 December 2020 (2018-2020 LTI) vesting 31 December 2020 expiring 31 December 2021.</p> <p>Up to 444,482 Unlisted LTI Performance Rights 1 January 2019 – 31 December 2021 (2019 – 2021 LTI) vesting 31 December 2020 and expiring 31 December 2022.</p> <p>Up to 175,074 Unlisted STI Performance Rights 1 January 2019 – 31 December 2019 expiring 31 December 2020.</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of Performance Rights approved by shareholders at the AGM.

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

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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?	N/A
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: Gold Road Resources Limited
ABN: 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.

Name of Director	Duncan Roderick GIBBS
Date of last notice	21 December 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>	Stockbridge Holdings Pty Ltd as Trustee for the Stockbridge Trust
Date of change	6 August 2019
No. of securities held prior to change	40,000 Ordinary Fully Paid Shares
Class	Unlisted Performance Rights
Number acquired	275,000 Onboarding Performance Rights 756,808 LTI Performance Rights 296,340 STI Performance Rights
Number disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	N/A

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

No. of securities held after change	Direct: 40,000 Ordinary Fully Paid Shares Indirect: 275,000 Onboarding Performance Rights vesting 1 January 2020, expiring 1 January 2021. Up to 756,808 Unlisted LTI Performance Rights 1 January 2019 – 31 December 2021 (2019 – 2021 LTI) vesting 31 December 2020 and expiring 31 December 2022. Up to 296,340 Unlisted STI Performance Rights 1 January 2019 – 31 December 2019 expiring 31 December 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	Performance Rights approved by shareholders at the AGM.

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

+ See chapter 19 for defined terms.

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?	

+ See chapter 19 for defined terms.