

ASX Announcement

15 June 2020



Company Announcements Platform
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

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 28 May 2020.

Yours faithfully
Gold Road Resources Limited

Hayden Bartrop
Company Secretary

ASX Code GOR

ABN 13 109 289 527

COMPANY DIRECTORS

Tim Netscher
Chairman

Duncan Gibbs
Managing Director & CEO

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

Brian Levet
Non-Executive Director

Sharon Warburton
Non-Executive Director

Maree Amason
Non-Executive Director

Hayden Bartrop
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

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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

Gold Road Resources Limited
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 GIBBS
Date of last notice	25 March 2020

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>	Holder Stockbridge Holdings Pty Ltd as Trustee for the Stockbridge Trust Nature of Interest A Director and a Beneficiary Circumstances Nominee of Mr Gibbs for his unlisted Performance Rights
Date of change	15 June 2020
No. of securities held prior to change	Direct: 40,000 Fully Paid Ordinary Shares Indirect: <i>Stockbridge Holdings Pty Ltd as trustee for the Stockbridge Trust:</i> 448,537 Fully paid ordinary shares Up to 756,808 Unlisted LTI Performance Rights 1 January 2019 – 31 December 2021 vesting 31 December 2021 and expiring 31 December 2022.
Class	Unlisted Performance Rights

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

<p>Number acquired</p>	<p>167,944 2020 Short Term Incentive (STI) Performance Rights vesting 31 December 2020</p> <p>634,704 Long Term Incentive (LTI) Performance Rights vesting 31 December 2022</p>
<p>Number disposed</p>	<p>Not applicable</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Not applicable</p>
<p>No. of securities held after change</p>	<p>Direct: 40,000 Fully Paid Ordinary Shares</p> <p>Indirect: <i>Stockbridge Holdings Pty Ltd as trustee for the Stockbridge Trust:</i></p> <p>448,537 Fully paid ordinary shares</p> <p>Up to 756,808 Unlisted LTI Performance Rights 1 January 2019 – 31 December 2021 vesting 31 December 2021 and expiring 31 December 2022.</p> <p>Up to 167,944 Unlisted STI Performance Rights 1 January 2020 – 31 December 2020 vesting 31 December 2020.</p> <p>Up to 634,704 Unlisted LTI Performance Rights 1 January 2020 – 31 December 2022 vesting 31 December 2022.</p>
<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</p>	<p>Issue of Short Term Incentive and Long Term Incentive Performance Rights as approved by shareholders at the 2020 Annual General Meeting on 28 May 2020.</p>

+ See chapter 19 for defined terms.

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

⁺ See chapter 19 for defined terms.

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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

Gold Road Resources Limited
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	25 March 2020

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.	Holder Janet Tunjic Pty Ltd ATF Tunoz Family Trust Nature of Interest A beneficiary of the trust Circumstances Holder is the nominee of Mr Osborne for his unlisted Performance Rights.
Date of change	15 June 2020

Appendix 3Y
Change of Director's Interest Notice

<p>No. of securities held prior to change</p>	<p>Direct Nil</p> <p>Indirect</p> <p><i>Finnoz Pty Ltd (OT Super Fund)</i> 1,123,997 Fully Paid Ordinary Shares</p> <p><i>Janet Tunjic Pty Ltd <Tunoz Family Trust></i> 2,074,427 Fully Paid Ordinary Shares</p> <p>Up to 374,826 Unlisted LTI Performance Rights 1 July 2017 – 31 December 2020 vesting 31 December 2020 and expiring 31 December 2021.</p> <p>Up to 380,273 Unlisted LTI Performance Rights 1 January 2018 – 31 December 2020 vesting 31 December 2020 expiring 31 December 2021.</p> <p>Up to 444,482 Unlisted LTI Performance Rights 1 January 2019 – 31 December 2021 vesting 31 December 2021 and expiring 31 December 2022.</p>
<p>Class</p>	<p>Unlisted Performance Rights</p>
<p>Number acquired</p>	<p>86,028 Unlisted Short Term Incentive (STI) Performance Rights 1 January 2020 – 31 December 2020 vesting 31 December 2020</p> <p>323,212 Unlisted Long Term Incentive (LTI) Performance Rights 1 January 2020 – 31 December 2022 vesting 31 December 2022</p>
<p>Number disposed</p>	<p>Not applicable</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Not applicable</p>

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Change of Director's Interest Notice

No. of securities held after change	<p>Direct Nil</p> <p>Indirect</p> <p><i>Finnoz Pty Ltd (OT Super Fund)</i> 1,123,997 Fully Paid Ordinary Shares</p> <p><i>Janet Tunjic Pty Ltd <Tunoz Family Trust></i> 2,074,427 Fully Paid Ordinary Shares</p> <p>Up to 374,826 Unlisted LTI Performance Rights 1 July 2017 – 31 December 2020 vesting 31 December 2020 and expiring 31 December 2021.</p> <p>Up to 380,273 Unlisted LTI Performance Rights 1 January 2018 – 31 December 2020 vesting 31 December 2020 expiring 31 December 2021.</p> <p>Up to 444,482 Unlisted LTI Performance Rights 1 January 2019 – 31 December 2021 vesting 31 December 2021 and expiring 31 December 2022.</p> <p>Up to 86,028 Unlisted STI Performance Rights 1 January 2020 – 31 December 2020 vesting 31 December 2020.</p> <p>Up to 323,212 Unlisted LTI Performance Rights 1 January 2020 – 31 December 2022 vesting 31 December 2022.</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 Short Term Incentive and Long Term Incentive Performance Rights as approved by shareholders at the 2020 Annual General Meeting on 28 May 2020.

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

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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