

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.

Name of entity - CARNAVALE RESOURCES LIMITED
ABN: 49 119 450 243

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	RON GAJEWSKI
Date of last notice	12 April 2016

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>	Vienna Holdings Pty Ltd - Mr Gajewski is a director and controlling shareholder. Redtown Enterprises Pty Ltd - a company owned and directed by an associate of Mr Gajewski.
Date of change	12 August 2016.
No. of securities held before change	
41,960,000 ordinary fully paid shares. 15,523,132 options (ex \$0.03, exp 30/11/2016) 1,440,000 B Class Performance Shares	Vienna Holdings Pty Ltd.
2,000,000 ordinary fully paid shares 4,000,000 options (ex \$0.03, exp 30/11/2016)	Redtown Enterprises Pty Ltd.
13,000,000 options (ex \$0.02, exp 30/12/2019)	Ron Gajewski
Class	B Class Performance shares.
Number acquired	N/A.

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Number disposed 1,440,000 B Class Performance Shares	Vienna Holdings Pty Ltd.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$1.44
No. of securities held after change 41,960,000 ordinary fully paid shares. 15,523,132 options (ex \$0.03, exp 30/11/2016) 2,000,000 ordinary fully paid shares 4,000,000 options (ex \$0.03, exp 30/11/2016) 13,000,000 options (ex \$0.02, exp 30/12/2019)	Vienna Holdings Pty Ltd. Redtown Enterprises Pty Ltd. Ron Gajewski
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Redemption of Performance shares in accordance with the terms of issue of the Performance Shares.

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?	N/A.

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Name of entity - CARNAVALE RESOURCES LIMITED
ABN: 49 119 450 243

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	ANDREW BECKWITH
Date of last notice	12 April 2016

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>	Penand Pty Ltd <Beckwith Super Fund A/C> - Mr Beckwith is a director and controlling shareholder. Penelope Beckwith, spouse of Mr Beckwith and an associate for this purpose.
Date of change	12 August 2016
No. of securities held before change	
7,209,922 ordinary fully paid shares. 1,333,333 options (ex \$0.03, exp 30/11/2016) 4,000,000 options (ex \$0.02, exp 30/12/2019) 3,917,726 B Class Performance Shares	Andrew Beckwith
13,676,448 ordinary fully paid shares 5,333,267 options (ex \$0.03, exp 30/11/2016) 1,145,454 B Class Performance Shares	Penand Pty Ltd <Beckwith Super Fund A/C>
2,775,000 ordinary fully paid shares. 600,000 B Class Performance Shares	Penelope Beckwith

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Class	B Class Performance shares.
Number acquired	N/A.
Number disposed 3,917,726 B Class Performance Shares 1,145,454 B Class Performance Shares 600,000 B Class Performance Shares	Andrew Beckwith Penand Pty Ltd <Beckwith Super Fund A/C> Penelope Beckwith
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$5.67
No. of securities held after change 7,209,922 ordinary fully paid shares. 1,333,333 options (ex \$0.03, exp 30/11/2016) 4,000,000 options (ex \$0.02, exp 30/12/2019) 13,676,448 ordinary fully paid shares 5,333,267 options (ex \$0.03, exp 30/11/2016) 2,775,000 ordinary fully paid shares.	Andrew Beckwith Penand Pty Ltd <Beckwith Super Fund A/C> Penelope Beckwith
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Redemption of Performance shares in accordance with the terms of issue of the Performance Shares.

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.

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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.

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Introduced 30/9/2001.

Name of entity - CARNAVALE RESOURCES LIMITED
ABN: 49 119 450 243

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	ANDREW CHAPMAN
Date of last notice	12 April 2016

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>	Shazand Pty Ltd < The Chapman Family Super Fund A/C>- Mr Chapman is a director and controlling shareholder. Sharryn Chapman, spouse of Mr Chapman and an associate for this purpose.
Date of change	12 August 2016
No. of securities held before change	
2,362,500 ordinary fully paid shares. 1,000,000 options (ex \$0.02, exp 30/12/2019) 1,575,000 B Class Performance Shares	Andrew Chapman
3,483,400 ordinary fully paid shares. 1,333,400 options (ex \$0.03, exp 30/11/2016) 600,000 B Class Performance Shares	Shazand Pty Ltd <Chapman Family Super Fund A/C>
450,000 ordinary fully paid shares. 300,000 B Class Performance Shares	Sharryn Chapman
Class	B Class Performance shares.

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Number acquired	N/A.
Number disposed 1,575,000 B Class Performance Shares 600,000 B Class Performance Shares 300,000 B Class Performance Shares	Andrew Chapman Shazand Pty Ltd <Chapman Family Super Fund A/C> Sharryn Chapman
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2.48
No. of securities held after change 2,362,500 ordinary fully paid shares. 1,000,000 options (ex \$0.02, exp 30/12/2019) 3,483,400 ordinary fully paid shares. 1,333,400 options (ex \$0.03, exp 30/11/2016) 450,000 ordinary fully paid shares.	Andrew Chapman Shazand Pty Ltd <Chapman Family Super Fund A/C> Sharryn Chapman
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Redemption of Performance shares in accordance with the terms of issue of the Performance Shares.

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.

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