

Appendix 3Y

Rule 3.19A.2

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	STONEWALL RESOURCES LIMITED
ABN	30 131 758 177

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	Yihao Zhang ("Eric Zhang")
Date of last notice	7 April 2017

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 interest
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Eric Zhang is a director of Tasman Funds Management Pty Ltd as trustee for the Tasman Investments Fund
Date of change	20 and 21 July 2017
No. of securities held prior to change	<p>Tasman Funds Management Pty Ltd atf Tasman Investments Fund</p> <ul style="list-style-type: none"> - 327,309,942 fully paid ordinary shares - 3,000,000 unlisted options exercisable at \$0.015 each expiring 12 October 2019 - 1 Convertible Note with a face value of AUD 1,650,000 maturing on 1 July 2017 convertible to a maximum of 183,333,334 fully paid ordinary shares upon conversion by the noteholder at \$0.009 per share <p>Eric Zhang</p> <ul style="list-style-type: none"> - 5,000,000 unlisted options exercisable at \$0.04 each expiring 12 October 2019

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Class	<ul style="list-style-type: none"> a) Fully paid ordinary shares b) Options
Number acquired	<p>Tasman Funds Management Pty Ltd atf Tasman Investments Fund</p> <ul style="list-style-type: none"> - 5,000,000 unlisted options exercisable at \$0.03 each expiring 22 August 2019 <p>Eric Zhang</p> <ul style="list-style-type: none"> - 2,060,802 fully paid ordinary shares - 2,000,000 unlisted options exercisable at \$0.035 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.030 - 2,000,000 unlisted options exercisable at \$0.040 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.035
Number disposed	Nil
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	Nil
No. of securities held after change	<p>Tasman Funds Management Pty Ltd atf Tasman Investments Fund</p> <ul style="list-style-type: none"> - 327,309,942 fully paid ordinary shares - 5,000,000 unlisted options exercisable at \$0.03 each expiring 22 August 2019 - 3,000,000 unlisted options exercisable at \$0.015 each expiring 12 October 2019 - 1 Convertible Note with a face value of AUD 1,650,000 maturing on 1 July 2017 convertible to a maximum of 183,333,334 fully paid ordinary shares upon conversion by the noteholder at \$0.009 per share <p>Eric Zhang</p> <ul style="list-style-type: none"> - 2,060,802 fully paid ordinary shares - 5,000,000 unlisted options exercisable at \$0.04 each expiring 12 October 2019 - 2,000,000 unlisted options exercisable at \$0.035 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.030 - 2,000,000 unlisted options exercisable at \$0.040 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.035

<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>a) Fully paid ordinary shares received in satisfaction of director fees for the year ending 31 December 2017 (approved by shareholders in general meeting on 23 June 2017)</p> <p>b) Incentive options approved by shareholders in general meeting on 23 June 2017</p>
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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
<p>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</p>	N/A
Interest acquired	N/A
Interest disposed	N/A
<p>Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation</p>	N/A
Interest after change	N/A

Part 3 – +Closed period

<p>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</p>	N/A
<p>If so, was prior written clearance provided to allow the trade to proceed during this period?</p>	N/A
<p>If prior written clearance was provided, on what date was this provided?</p>	N/A

Date: 26 July 2017

