

17 January 2018

Australian Securities Exchange
Level 5, 20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

**Appendix 3Y – Messrs T Fourie, R Thomson and E Zhang
Participation in Share Purchase Plan**

We attach herewith Change of Director's Interest Notices for Messrs T Fourie, R Thomson and E Zhang following their participation in the Share Purchase Plan that closed in December 2017. We apologise for the late lodgement of these notices.

The Company Secretary was aware of the directors' participation in the Share Purchase Plan and was in possession of all the information required for the Appendix 3Y. Regrettably the notices were not lodged due to an administrative oversight.

The Company confirms it is aware of its obligations under Listing Rule 3.19A to lodge notices of changes in directors' interests with ASX within 5 business days of any change.

Yours faithfully
STONEWALL RESOURCES LIMITED



Chin Haw Lim
Company Secretary

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	Trevor Fourie
Date of last notice	26 July 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	Indirect Interest
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Trevor Fourie ATF Quatreforte Investment Trust. Trevor Fourie is a beneficiary. Jenala Investments Pty Ltd ATF TAF Superannuation Fund. Trevor Fourie is a member.
Date of change	13 and 14 December 2017
No. of securities held prior to change	<p>Trevor Fourie ATF Quatreforte Investment Trust</p> <ul style="list-style-type: none"> - 24,509,166 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 - 5,000,000 unlisted options exercisable at \$0.025 each expiring 19 July 2022, vesting upon obtaining sufficient capital expenditure financing (debt and/or equity) to enable the group's mines and facilities to be upgraded to the point where they can profitably produce no less than 55,000 ounces of gold or gold equivalent on an annualised basis <p>Jenala Investments Pty Ltd ATF TAF Superannuation Fund</p> <ul style="list-style-type: none"> - 2,500,000 quoted ordinary fully paid shares - 10,000,000 unlisted options exercisable at \$0.02 expiring 12 October 2019 - 5,000,000 unlisted options exercisable at \$0.04 expiring 12 October 2019

Appendix 3Y
Change of Director's Interest Notice

Class	a) Fully paid ordinary shares b) Listed options exercisable at \$0.03 each, on or before 31 October 2020
Number acquired	Trevor Fourie ATF Quatreforte Investment Trust: <ul style="list-style-type: none"> - 789,473 fully paid ordinary shares - 789,473 listed options exercisable at \$0.03 each, on or before 31 October 2020
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$15,000
No. of securities held after change	Trevor Fourie ATF Quatreforte Investment Trust <ul style="list-style-type: none"> - 25,298,639 fully paid ordinary shares - 789,473 listed options exercisable at \$0.03 each, on or before 31 October 2020 - 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 - 5,000,000 unlisted options exercisable at \$0.025 each expiring 19 July 2022, vesting upon obtaining sufficient capital expenditure financing (debt and/or equity) to enable the group's mines and facilities to be upgraded to the point where they can profitably produce no less than 55,000 ounces of gold or gold equivalent on an annualised basis Jenala Investments Pty Ltd ATF TAF Superannuation Fund <ul style="list-style-type: none"> - 2,500,000 quoted ordinary fully paid shares - 10,000,000 unlisted options exercisable at \$0.02 expiring 12 October 2019 - 5,000,000 unlisted options exercisable at \$0.04 expiring 12 October 2019
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in Share Purchase Plan

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

Date: 17 January 2018

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	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	Robert Thomson
Date of last notice	26 July 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	Indirect interest
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Shares held by Monterey Consolidated Services Pty Limited <Lorodaca Super Fund>, of which Mr Thomson is a director and a beneficiary of the superannuation fund.
Date of change	13 and 14 December 2017

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<p>No. of securities held prior to change</p>	<p>Robert Thomson</p> <ul style="list-style-type: none"> - 2,000,000 performance rights expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.025 - 2,000,000 performance rights expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.030 - 2,000,000 performance rights expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.035 - 3,000,000 performance rights expiring 19 July 2022, vesting upon the achievement of Milestone 3 and pre-feasibility study IRR (pre-tax) of greater than or equal to 40% - 1,000,000 performance rights expiring 19 July 2022, vesting upon the achievement of Milestone 3 and pre-feasibility study IRR (pre-tax) of greater than or equal to 50% - 20,000,000 unlisted options exercisable at \$0.020 each expiring 30 April 2020 - 10,000,000 unlisted options exercisable at \$0.030 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.025 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.035 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.030 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.040 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.035 on or before 19 July 2020 - 15,000,000 unlisted options exercisable at \$0.025 each expiring 19 July 2022, vesting upon the achievement of Milestone 1 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.025 each expiring 19 July 2022, vesting upon the achievement of Milestone 2 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.030 each expiring 19 July 2022, vesting upon the achievement of Milestone 2 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.030 each expiring 19 July 2022, vesting upon the achievement of Milestone 3 and Pre-Feasibility Study IRR (pre-tax) is greater than or equal to 40% on or before 19 July 2020 <p>Monterey Consolidated Services Pty Limited <Lorodaca Super Fund></p> <ul style="list-style-type: none"> - 2,500,000 fully paid ordinary shares
<p>Class</p>	<ul style="list-style-type: none"> a) Fully paid ordinary shares b) Listed options exercisable at \$0.03 each, on or before 31 October 2020

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Number acquired	Monterey Consolidated Services Pty Limited <Lorodaca Super Fund> <ul style="list-style-type: none"> - 789,473 fully paid ordinary shares - 789,473 listed options exercisable at \$0.03 each, on or before 31 October 2020
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$15,000
No. of securities held after change	Robert Thomson <ul style="list-style-type: none"> - 2,000,000 performance rights expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.025 - 2,000,000 performance rights expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.030 - 2,000,000 performance rights expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.035 - 3,000,000 performance rights expiring 19 July 2022, vesting upon the achievement of Milestone 3 and pre-feasibility study IRR (pre-tax) of greater than or equal to 40% - 1,000,000 performance rights expiring 19 July 2022, vesting upon the achievement of Milestone 3 and pre-feasibility study IRR (pre-tax) of greater than or equal to 50% - 20,000,000 unlisted options exercisable at \$0.020 each expiring 30 April 2020 - 10,000,000 unlisted options exercisable at \$0.030 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.025 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.035 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.030 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.040 each expiring 19 July 2022, vesting upon the 20 day VWAP exceeding \$0.035 on or before 19 July 2020 - 15,000,000 unlisted options exercisable at \$0.025 each expiring 19 July 2022, vesting upon the achievement of Milestone 1 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.025 each expiring 19 July 2022, vesting upon the achievement of Milestone 2 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.030 each expiring 19 July 2022, vesting upon the achievement of Milestone 2 on or before 19 July 2020 - 10,000,000 unlisted options exercisable at \$0.030 each expiring 19 July 2022, vesting upon the achievement of Milestone 3 and Pre-Feasibility Study IRR (pre-tax) is greater than or equal to 40% on or before 19 July 2020

+ See chapter 19 for defined terms.

Appendix 3Y Change of Director's Interest Notice

No. of securities held after change	Monterey Consolidated Services Pty Limited <Lorodaca Super Fund> - 3,289,473 fully paid ordinary shares - 789,473 listed options exercisable at \$0.03 each, on or before 31 October 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	Participation in Share Purchase Plan

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

Date: 17 January 2018

+ See chapter 19 for defined terms.

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	26 July 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 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	13 and 14 December 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 - 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

Appendix 3Y
Change of Director's Interest Notice

Class	<ul style="list-style-type: none"> a) Fully paid ordinary shares b) Listed options exercisable at \$0.03 each, on or before 31 October 2020
Number acquired	<p>Eric Zhang</p> <ul style="list-style-type: none"> - 789,473 fully paid ordinary shares - 789,473 listed options exercisable at \$0.03 each, on or before 31 October 2020
Number disposed	Nil
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	\$15,000
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"> - 2,850,275 fully paid ordinary shares - 5,000,000 unlisted options exercisable at \$0.04 each expiring 12 October 2019 - 789,473 listed options exercisable at \$0.03 each, on or before 31 October 2020 - 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>	Participation in Share Purchase Plan

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

Date: 17 January 2018
