

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	17 January 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 interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	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	14 August 2018

+ See chapter 19 for defined terms.

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<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"> - 3,289,473 fully paid ordinary shares - 789,473 listed options exercisable at \$0.03 each, on or before 31 October 2020
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Class	a) Fully paid ordinary shares b) Listed options exercisable at \$0.03 each, on or before 31 October 2020
Number acquired	Robert Thomson a) 1,842,105 fully paid ordinary shares b) 1,842,105 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	\$35,000

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<p>No. of securities held after change</p>	<p>Robert Thomson</p> <ul style="list-style-type: none"> - 1,842,105 fully paid ordinary shares - 1,842,105 listed options exercisable at \$0.03 each, on or before 31 October 2020 - 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"> - 3,289,473 fully paid ordinary shares - 789,473 listed options exercisable at \$0.03 each, on or before 31 October 2020

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Allotment of shares and options in satisfaction of outstanding director and consulting fees as approved by shareholders in general meeting on 10 August 2018
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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
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: 15 August 2018

⁺ See chapter 19 for defined terms.