

# 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.

<b>Name of entity</b>	<b>GONDWANA RESOURCES LIMITED</b>
<b>ABN</b>	<b>72 008 915 311</b>

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.

<b>Name of Director</b>	<b>PAUL MILLINGTON GOODSALL</b>
<b>Date of last notice</b>	13 July 2009

### 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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	<u>Indirect Interest</u> Relevant Interest in shares registered in name of Deborah Goodsall - spouse
<b>Date of change</b>	21 August 2009 (see Nature of Change below)
<b>No. of securities held prior to change</b>	<u>Direct interest (PM Goodsall)</u> 300,000 Employee Options 7,575,000 Shares 120,000 June 2010 Options 1,325,000 June 2011 Options <u>Indirect Interest</u> 6,750 Shares 4,600 June 2010 Options
<b>Class</b>	(1) Unlisted Employee Options: 50% exercisable @ 20¢ by 30/6/2009 & 50% exercisable @ 30¢ by 31/12/2010 ("Employee Options") (2) Shares issued under the Gondwana Employee Share Plan ("Plan Shares") (3) Fully Paid Ordinary Shares ("Shares") (4) Options exercisable @ 12¢ by 30/6 /2010 ("June 2010 Options") (5) Options exercisable @ 1¢ by 30/6 /2011 ("June 2011 Options")
<b>Number acquired</b>	Nil
<b>Number disposed</b>	7,325,000 Shares 1,325,000 June 2011 Options
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Shares sold @ \$0.025016 June 2011 Options sold @ \$0.013

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	<u>Direct interest (PM Goodsall)</u> 300,000 Employee Options 250,000 Shares 120,000 June 2010 Options <u>Indirect Interest</u> 6,750 Shares 4,600 June 2010 Options
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	On-market trades on 21 August 2009, contract notes received 27 August 2009.

**Part 2 – Change of director's interests in contracts**                      **N/A**

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.

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<b>Interest after change</b>	

+ See chapter 19 for defined terms.