

# 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 | Rift Valley Resources Limited |
| ABN            | 86 121 985 395                |

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    | Geoffrey Gilmour |
| Date of last notice | 25 March 2014    |

### 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<br>(including registered holder)<br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Willowood Corporate Pty Ltd (trustee for the GMG Super Fund)  |
| Date of change  | 12 May 2014   |
| No. of securities held prior to change  | 7,343,192 ordinary shares<br><br>5,000,000 unlisted options expiring 4 October 2014, exercisable at \$0.10<br><br>3,000,000 Performance Rights vest 31 Dec 2014 |
| Class   | Ordinary shares   |
| Number acquired   | 4,158,345   |
| Number disposed   | Nil   |
| Value/Consideration<br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>   | 1.5 cents per share   |

+ See chapter 19 for defined terms.

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|   |  |
|---|--|
| No. of securities held after change   | 11,501,537 ordinary shares<br><br>5,000,000 unlisted options expiring 4 October 2014, exercisable at \$0.10<br><br>3,000,000 Performance Rights vest 31 Dec 2014 |
| Nature of change<br><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 trade  |

### 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   | None |
| 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<br><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<br><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 |
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|---|-----|
| 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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