

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.

Name of entity	ADELAIDE RESOURCES LIMITED
ABN	75 061 503 375

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	Andrew John Brown
Date of last notice	6 May 2010

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 (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Loftus Lane Investments Pty Ltd, a controlled entity of Tidewater Investments Limited in which Andrew Brown is a director and substantial shareholder
Date of change	29 December 2010
No. of securities held prior to change	11,584,866 listed ordinary shares
Class	Listed ordinary shares
Number acquired	81,081
Number disposed	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$15,000

+ See chapter 19 for defined terms.

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No. of securities held after change	11,665,947
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

+ See chapter 19 for defined terms.

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Introduced 30/9/2001.

Name of entity	ADELAIDE RESOURCES LIMITED
ABN	75 061 503 375

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	Christopher George Drown
Date of last notice	15 November 2010

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 and Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	1. Private consulting company 2. Private superannuation fund
Date of change	29 December 2010
No. of securities held prior to change	<u>Direct</u> ▪ 281,130 shares – Christopher George Drown <u>Indirect</u> ▪ 108,000 shares – Drown Geological Services Pty Ltd ▪ 503,947 shares – C&L Drown as trustee for the C&L Drown Family Trust
Class	Listed ordinary shares
Number acquired	81,081
Number disposed	-

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$15,000
No. of securities held after change	<u>Direct</u> <ul style="list-style-type: none"> ▪ 281,130 shares – Christopher George Drown <u>Indirect</u> <ul style="list-style-type: none"> ▪ 108,000 shares – Drown Geological Services Pty Ltd ▪ 585,028 shares - C&L Drown as trustee for the C&L Drown Family Trust
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

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Introduced 30/9/2001.

Name of entity	ADELAIDE RESOURCES LIMITED
ABN	75 061 503 375

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	John Patrick Horan
Date of last notice	15 November 2010

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 (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	1. Private company 2. Private superannuation fund
Date of change	29 December 2010
No. of securities held prior to change	<u>Direct</u> ▪ Nil <u>Indirect</u> ▪ 1,500,000 shares – Adelaide Resource Management Pty Ltd ▪ 347,077 shares –JP & C Horan Superannuation Fund
Class	Listed ordinary shares
Number acquired	81,081
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$15,000

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No. of securities held after change	<u>Direct</u> <ul style="list-style-type: none"> ▪ Nil <u>Indirect</u> <ul style="list-style-type: none"> ▪ 1,500,000 shares – Adelaide Resource Management Pty Ltd ▪ 428,158 shares –JP & C Horan Superannuation Fund
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	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

+ See chapter 19 for defined terms.