

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	Fitzroy River Corporation Ltd
ABN	75 075 760 655

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	Susan Patricia Thomas
Date of last notice	2 October 2013

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)	Registered holder of securities	Nature of relevant interest	Number of securities
Note: Provide details of the circumstances giving rise to the relevant interest.	FLEXIPLAN MANAGEMENT PTY LTD <SUSAN THOMAS PSF A/C>	Control of FLEXIPLAN MANAGEMENT PTY LTD	12,500,831 (before) 13,800,831 (after)
	AMK INVESTMENTS (WA) PTY LTD <THE AMK A/C>	Control of AMK INVESTMENTS (WA) PTY LTD	1,879,448
	Directly held by Susan Patricia Thomas	self	2,128,425
	Date of change	11 October 2013	
No. of securities held prior to change	16,508,704		
Class	Ordinary fully paid shares		
Number acquired	1,300,000		
Number disposed	Nil		

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.39 cents per share
No. of securities held after change	17,808,704 (representing 19.6% of the Company's issued ordinary shares)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	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	n/a
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	1 October 2013

+ See chapter 19 for defined terms.

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Introduced 30/09/01 Amended 01/01/11

Name of entity	Fitzroy River Corporation Ltd
ABN	75 075 760 655

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	Sebastian Hempel
Date of last notice	13 June 2013

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) Note: Provide details of the circumstances giving rise to the relevant interest.	Relevant interest through control of Conchita Nominees Pty Ltd ATF The Hempel Future Fund
Date of change	11 October 2013
No. of securities held prior to change	125,200
Class	Ordinary shares
Number acquired	300,000 (acquired by Conchita Nominees Pty Ltd ATF The Hempel Future Fund)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.39 per share
No. of securities held after change	425,200

+ See chapter 19 for defined terms.

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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	On-market purchase
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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	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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?	yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	yes
If prior written clearance was provided, on what date was this provided?	1 Oct 2013

⁺ See chapter 19 for defined terms.