

*Rule 3.19A.2*

# 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>Green Rock Energy Limited</b>
<b>ABN:</b> <b>59 094 551 336</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>Richard Beresford</b>
<b>Date of last notice</b>	8 June 2011

### **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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Richard Beresford has a relevant interest in the securities held by Clearer Sky Pty Ltd. He is a director and shareholder of Clearer Sky Pty Ltd. He has the power to control the disposal of the securities registered in the name of that entity.
<b>Date of change</b>	21 December 2011

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+ See chapter 19 for defined terms.

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<p><b>No. of securities held prior to change</b></p>	<ul style="list-style-type: none"> <li>• 1,177,778 ordinary shares</li> <li>• 1,000,000 unlisted options expiring 19 November 2012</li> <li>• 300,000 unlisted options expiring 18 November 2014</li> <li>• 2,000,000 unlisted options expiring on 16 November 2014</li> </ul> <p>all held in the name Clearer Sky Pty Ltd.</p> <ul style="list-style-type: none"> <li>• 1,481,480 Ordinary shares and 370,370 listed Options exercisable at 3.6 cents and expiring on 31 March 2013 held by Richard Beresford &lt;ATF Beresford Family Retirement Fund A/C&gt;</li> </ul>
<p><b>Class</b></p>	<p>Unlisted Options</p>
<p><b>Number acquired</b></p>	<p>500,000 Unlisted Options</p>
<p><b>Number disposed</b></p>	<p>NIL</p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>None</p>
<p><b>No. of securities held after change</b></p>	<ul style="list-style-type: none"> <li>• 1,177,778 Ordinary shares</li> <li>• 1,000,000 unlisted options exercisable at 6 cents expiring on 19 November 2012</li> <li>• 300,000 unlisted options exercisable at 8 cents expiring on 18 November 2014</li> <li>• 2,000,000 unlisted options exercisable at 4 cents expiring on 16 November 2014</li> <li>• 500,000 unlisted options exercisable at 2 cents expiring on 15 November 2015</li> </ul> <p>all held by Clearer Sky Pty Ltd.</p> <ul style="list-style-type: none"> <li>• 1,481,480 Ordinary shares and 370,370 listed Options exercisable at 3.6 cents and expiring on 31 March 2013 held by Richard Beresford &lt;ATF Beresford Family Retirement Fund A/C&gt;</li> </ul>

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<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Options allocated following shareholder approval at the 2011 AGM</p>
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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.

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

**Part 3 – <sup>+</sup>Closed period**

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> 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

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