

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	Buxton Resources Limited
ABN	86 125 049 550

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	Ron Smit
Date of last notice	12 November 2008

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.	Julie Smit (Related party)
Date of change	17 November 2009
No. of securities held prior to change	2,185,000 ordinary shares (Ron Smit) 1,155,000 ordinary shares (Julie Smit) 1,000,000 \$0.20 options expiring 30/6/12 (Julie Smit) 1,000,000 \$0.30 options expiring 30/6/12 (Julie Smit)
Class	Ordinary Shares
Number acquired	200,000
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$12,033
No. of securities held after change	2,185,000 ordinary shares (Ron Smit) 1,355,000 ordinary shares (Julie Smit) 1,000,000 \$0.20 options expiring 30/6/12 (Julie Smit) 1,000,000 \$0.30 options expiring 30/6/12 (Julie Smit)

+ See chapter 19 for defined terms.

Appendix 3Y

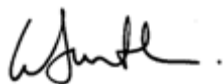
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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market trade
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Part 2 – Change of 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	
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	



Graeme Smith
Director / Secretary
18 November 2009

+ See chapter 19 for defined terms.