

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	Cazaly Resources Limited
ABN	23 101 049 334

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	Nathan Bruce McMahon
Date of last notice	29 April 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 (1)
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Indirect (1): Shares owned by Kingsreef Pty Ltd, a company in which Mr McMahon has a relevant interest. Indirect (2): Shares owned by Kingsreef Pty Ltd <NB & DL Family A/C>, an account in which Mr McMahon is a beneficiary. Indirect (3) Shares owned by Apollinax Inc as trustee for Nathan McMahon
Date of change	31 August 2008

+ See chapter 19 for defined terms.

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No. of securities held prior to change	Direct: 2,970,001 Fully Paid Ordinary Shares 1,000,000 \$1.9436 Options exercisable on or before 30 November 2009 Indirect (1): 283,334 Ordinary Fully Paid Shares Indirect (2): 969,461 Ordinary Fully Paid Shares 500,000 44.36 cent Options exercisable on or before 31 August 2008 1,000,000 75 cent Options exercisable on or before 30 November 2009 Indirect (3): 1,000,000 Fully Paid Ordinary Shares
Class	44.36 cent Options exercisable on or before 31 August 2008
Number acquired	Nil
Number disposed	500,000
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	Direct: 2,970,001 Fully Paid Ordinary Shares 1,000,000 \$1.9436 Options exercisable on or before 30 November 2009 Indirect (1): 283,334 Ordinary Fully Paid Shares Indirect (2): 969,461 Ordinary Fully Paid Shares 1,000,000 75 cent Options exercisable on or before 30 November 2009 Indirect (3): 1,000,000 Fully Paid 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	Expired Options

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.

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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	

+ See chapter 19 for defined terms.