

,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.

Name of entity	HILLGROVE RESOURCES LIMITED
ABN	73 004 297 116

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	David Archer
Date of last notice	30 September 2004

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	Both direct and indirect.
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Shares held by a superannuation fund (Perpetual Trustee Company atf the DSA Superannuation Fund) of which he is a beneficiary, by two companies (Dowland Pty. Limited and Malga Pty. Limited) of which he is a director and by his wife, Vicki Elizabeth Archer, and children, Emily, Venetia and Patrick Archer. <u>Shares sold were those held by Mr Archer's wife Vicki.</u>
Date of change	4 August 2005
No. of securities held prior to change	18,746,817 fully paid ordinary shares and 3,749,362 options
Class	Fully paid ordinary shares
Number acquired	Nil.
Number disposed	1,000,000 fully paid shares

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$175,189
No. of securities held after change	17,746,817 fully paid ordinary shares and 3,749,362 options
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	No change.
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.