

,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>HILLGROVE RESOURCES LIMITED</b> |
| <b>ABN</b>            | <b>73 004 297 116</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>David Archer</b> |
| <b>Date of last notice</b> | <b>30 May 2006</b>  |

### 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>                                                                                                                                  | Both direct and indirect.                                                                                                                                                                                                                                                                                        |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Shares held by a superannuation fund (Perpetual Trustee Company at 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. |
| <b>Date of change</b>                                                                                                                                               | 14, 15 & 16 November 2006                                                                                                                                                                                                                                                                                        |
| <b>No. of securities held prior to change</b>                                                                                                                       | 17,146,817 fully paid ordinary shares and 3,749,362 options                                                                                                                                                                                                                                                      |
| <b>Class</b>                                                                                                                                                        | Fully paid ordinary shares                                                                                                                                                                                                                                                                                       |
| <b>Number acquired</b>                                                                                                                                              | Nil.                                                                                                                                                                                                                                                                                                             |
| <b>Number disposed</b>                                                                                                                                              | 500,000 fully paid shares                                                                                                                                                                                                                                                                                        |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                            | \$133,690                                                                                                                                                                                                                                                                                                        |

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

|                                                                                                                                                                                            |                                                             |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|
| <b>No. of securities held after change</b>                                                                                                                                                 | 16,646,817 fully paid ordinary shares and 3,749,362 options |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | 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.

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

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