

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 30/09/01 Amended 01/01/11

Name of entity Carpentaria Exploration Limited
ABN 63 095 117 981

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	Mr Stuart Nicholas SHEARD
Date of last notice	27 May 2010

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	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	28 June 2011
No. of securities held prior to change	400,000 Ordinary Shares 2,000,000 Options exercisable at A\$0.15 cents expiring 25 November 2012
Class	Ordinary Shares
Number acquired	1,500,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.48cents
No. of securities held after change	400,000 Ordinary Shares 750,000 Ordinary Shares issued at \$0.48 cents escrowed until 31 May 2012. 750,000 Ordinary Shares issued at \$0.48 cents escrowed until 31 May 2013. 2,000,000 Options exercisable at 15 cents expiring 25 November 2012

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issued pursuant to the Terms & Conditions of the Carpentaria Exploration Limited Share Plan.
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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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺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?	31 May 2011

⁺ See chapter 19 for defined terms.

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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	Mr Robert William HAIR
Date of last notice	6 July 2010

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.	Camcove Pty Ltd (ABN 90 010 809 686), a Company associated with Mr Robert William Hair
Date of change	28 June 2011
No. of securities held prior to change	<u>Direct</u> 30,000 ordinary shares <u>Indirect</u> Nil
Class	Ordinary Shares
Number acquired	1,500,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.48cents
No. of securities held after change	<u>Direct</u> 30,000 Ordinary Shares <u>Indirect</u> 750,000 Ordinary Shares issued at \$0.48 cents escrowed until 31 May 2012. 750,000 Ordinary Shares issued at \$0.48 cents escrowed until 31 May 2013.

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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	Issued pursuant to the Terms & Conditions of the Carpentaria Exploration Limited Share Plan.
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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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺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?	31 May 2011

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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	Mr Stanley Allan MACDONALD
Date of last notice	1 July 2010

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	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	28 June 2011
No. of securities held prior to change	500,000 Ordinary Shares
Class	Ordinary Shares
Number acquired	1,500,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.48cents
No. of securities held after change	500,000 Ordinary Shares 750,000 Ordinary Shares issued at \$0.48 cents escrowed until 31 May 2012. 750,000 Ordinary Shares issued at \$0.48 cents escrowed until 31 May 2013.

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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	Issued pursuant to the Terms & Conditions of the Carpentaria Exploration Limited Share Plan.
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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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺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?	31 May 2011

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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	Mr Michael Peter CHESTER
Date of last notice	1 July 2010

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	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	MICJUD Pty Ltd as trustee for the Chester Family Account MICJUD Pty Ltd as trustee for the Chester Super Fund
Date of change	28 June 2011
No. of securities held prior to change	Total indirect: - 86,401 ordinary shares - 4,456 Options exercisable at 30 cents expiring 30 June 2010 MICJUD Pty Ltd as trustee for the Chester Family Account - 8,912 ordinary shares; and - 4,456 Options exercisable at 30 cents expiring 30 June 2010 MICJUD Pty Ltd as trustee for the Chester Super Fund - 77,489 ordinary shares
Class	Ordinary Shares
Number acquired	1,500,000

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Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.48cents
No. of securities held after change	Direct 750,000 Ordinary Shares issued at \$0.48cents escrowed until 31 May 2012 750,000 Ordinary Shares issued at \$0.48cents escrowed until 31 May 2013 Total indirect: - 86,401 ordinary shares - 4,456 Options exercisable at 30 cents expiring 30 June 2010 MICJUD Pty Ltd as trustee for the Chester Family Account - 8,912 ordinary shares; and - 4,456 Options exercisable at 30 cents expiring 30 June 2010 MICJUD Pty Ltd as trustee for the Chester Super Fund - 77,489 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	Issued pursuant to the Terms & Conditions of the Carpentaria Exploration Limited Share Plan.

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺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?	31 May 2011

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