

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	SOUTHERN GOLD LIMITED
ABN	30 107 424 519

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 John Turvey
Date of last notice	2 December 2014

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.	Mr DJ and Mrs AS Turvey (Red Balloon Superannuation Fund A/C)
Date of change	22 December 2014
No. of securities held prior to change	<u>DIRECT</u> - NIL <u>INDIRECT</u> 4,025,491 listed ordinary shares 833,333 listed options (SAUO)
Class	Unlisted options exercisable at 2.5 cents on or before 30 November 2019.
Number acquired	<u>INDIRECT</u> 2,000,000
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Issued for nil consideration under a directors incentive plan as approved by shareholders on 27 November 2014.

+ See chapter 19 for defined terms.

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No. of securities held after change	<u>DIRECT</u> • NIL <u>INDIRECT</u> • 4,025,491 listed ordinary shares • 833,333 listed options (SAUO) • 2,000,000 unlisted options exercisable at 2.5 cents on or before 30 November 2019
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 under a directors incentive and approved by members on 27 November 2014.

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?	N/A

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