

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 GOLDEN CROSS RESOURCES LTD
ABN 65 063 075 178

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the directors for the purposes of section 205G of the Corporations Act.

Name of Director	Chris Torrey
Date of last notice	30 December 2003

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 (l) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct interest
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Not applicable
Date of change	5 February 2004
No. of securities held prior to change	404,800 ordinary shares 125,000 12.7.2004 Employee Options ex 10c 140,000 18.12.2004 Employee Options ex 10c 150,000 26.6.2005 Employee Options ex 10c 140,000 22.12.2005 Employee Options ex 10c 150,000 27.6.2006 Employee Options ex 10c 150,000 21.12.2006 Employee Options ex 10c 150,000 28.6.2007 Employee Options ex 10c 160,000 20.12.2007 Employee Options ex 10c 160,000 25.6.2008 Employee Options ex 10c <u>500,000</u> 11.11.2008 Employee Options ex 10c <u>1,825,000</u> TOTAL EMPLOYEE OPTIONS
Class	Ordinary fully-paid shares
Number acquired	12,500 shares

+ See chapter 19 for defined terms.

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Number disposed	Nil.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$1,000 (8 cents per share)
No. of securities held after change	417,300 shares and 1,825,000 Employee Options exercisable at 10c by 11.11.2008.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	12,500 shares purchased under the Golden Cross Share Purchase 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	Not applicable
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	

Daven Timms, Company Secretary
10 February 2004

+ See chapter 19 for defined terms.