



ASX Code: BML

**TO: COMPANY ANNOUNCEMENTS OFFICE
ASX LIMITED**

DATE: 5 NOVEMBER 2013

CHANGE OF DIRECTORS INTERESTS

Botswana Metals Limited advises of a change in the interests of each of the directors in the securities of the Company following the recent successful rights issue.

Appendix 3Y forms are attached for each of Pat Volpe, Paul Woolrich and Massimo Cellante.

Pat Volpe
Chairman

Botswana Metals Limited

REGISTERED OFFICE

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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 the property of ASX and may be made public.*

Introduced 30/9/2001. Amended 01/01/11.

Name of entity	BOTSWANA METALS LIMITED
ABN	96 122 995 073

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	PATRICK JOHN VOLPE
Date of last notice	14/03/2012

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.	Vermar Pty Ltd and Trayburn Pty Ltd are entities of which Mr Volpe is a director and shareholder.	
Date of change	30/10/2013	
No. of securities held prior to change	BML	29,531,159
	BMLOB	0
Class	BML	Ordinary shares (fully paid).
	BMLOB	Options to buy ordinary shares exercisable at 1.5 cents expiring 31/12/2016.
Number acquired	BML	44,296,738
	BMLOB	44,296,738
Number disposed	BML	0
	BMLOB	0

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation.	\$88,593.48
No. of securities held after change	BML 73,827,897 BMLOB 44,296,738
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back.	Rights issue subscription.

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 detailed above traded during a ⁺closed period where prior written clearance was required?	N/A
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

+ See chapter 19 for defined terms.

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Introduced 30/9/2001. Amended 01/01/11.

Name of entity	BOTSWANA METALS LIMITED
ABN	96 122 995 073

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	PAUL WOOLRICH
Date of last notice	14/03/2012

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.	Woolrich & Associates Pty Ltd is an entity of which Mr Woolrich is a director and shareholder. Anne Woolrich is the spouse of Mr Woolrich.	
Date of change	30/10/2013	
No. of securities held prior to change	BML	1,227,778
	BMLOB	0
Class	BML	Ordinary shares (fully paid).
	BMLOB	Options to buy ordinary shares exercisable at 1.5 cents expiring 31/12/2016.
Number acquired	BML	1,841,666
	BMLOB	1,841,666
Number disposed	BML	0
	BMLOB	0

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation.	\$3,683.33
No. of securities held after change	BML 3,069,444 BMLOB 1,841,666
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back.	Rights issue subscription.

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 detailed above traded during a ⁺closed period where prior written clearance was required?	N/A
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

⁺ See chapter 19 for defined terms.

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Introduced 30/9/2001. Amended 01/01/11.

Name of entity	BOTSWANA METALS LIMITED
ABN	96 122 995 073

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	MASSIMO LIVIO CELLANTE
Date of last notice	03/04/2013

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.	Bell IXL Investments Pty Ltd and Cellante Securities Pty Ltd are entities of which Mr Cellante is a director and shareholder.	
Date of change	30/10/2013	
No. of securities held prior to change	BML	10,529,729
	BMLOB	0
Class	BML	Ordinary shares (fully paid).
	BMLOB	Options to buy ordinary shares exercisable at 1.5 cents expiring 31/12/2016.
Number acquired	BML	15,000,000
	BMLOB	15,000,000
Number disposed	BML	0
	BMLOB	0

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation.	\$30,000.00
No. of securities held after change	BML 25,529,729 BMLOB 15,000,000
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back.	Rights issue subscription.

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 detailed above traded during a ⁺closed period where prior written clearance was required?	N/A
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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