`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.

Name of entity	**Rialto Energy Limited**
ABN	**17 117 227 086**

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	Glenn Ross Whiddon
Date of last notice	14 December 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 and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	As shown below
Date of change	18 May 2011
No. of securities held prior to change	Direct: Glenn Ross Whiddon: 38,675,254 Ordinary Fully Paid Shares 5,000,600 Unlisted Options exercisable at $0.25 each on or before 21 July 2015 18,000,000 Performance Shares Indirect: Mimo Strategies Pty Ltd <Mimo A/C> (Glenn Whiddon General Beneficiary): 730,898 Ordinary Fully Paid Shares 1,768,250 Listed Options exercisable at $0.60 each on or before 30 June 2011

+ See chapter 19 for defined terms.

Class	Ordinary
Number acquired	250,000
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$95,105,.09
No. of securities held after change	Glenn Ross Whiddon: 38,675,254 Ordinary Fully Paid Shares 5,000,600 Unlisted Options exercisable at $0.25 each on or before 21 July 2015 18,000,000 Performance Shares Mimo Strategies Pty Ltd <Mimo A/C> (Glenn Whiddon General Beneficiary): 980,898 Ordinary Fully Paid Shares 1,768,250 Listed Options exercisable at $0.60 each on or before 30 June 2011
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market transfer

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

+ See chapter 19 for defined terms.

`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.

Name of entity	**Rialto Energy Limited**
ABN	**17 117 227 086**

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	Chaim Lebovits
Date of last notice	31 December 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.	ACC International Holdings Limited – Sole Shareholder
Date of change	20 May 2011
No. of securities held prior to change	Nil
Class	Ordinary
Number acquired	200,000
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$84,000 at 42 cents per share

No. of securities held after change	200,000
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	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.

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

+ See chapter 19 for defined terms.