

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	ASPIRE MINING LIMITED
ABN	46 122 417 243

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 McSweeney
Date of last notice	12 September 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 and Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	David McSweeney ATF The McSweeney Family Trust
Date of change	12 February 2015
No. of securities held prior to change	David McSweeney 200,000 Performance Rights 200,000 Ordinary Shares David McSweeney ATF The McSweeney Family Trust 7,183,962 Ordinary Shares 4,316,981 Class A Options 10,000,000 Performance Options Brookman Resources Pty Ltd ATF The David McSweeney Superannuation Fund 7,000,000 Ordinary Shares

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Class	Class A Options Performance Options
Number acquired	Nil.
Number disposed	4,316,981 Class A Options 10,000,000 Performance Options
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil, Options expired unexercised.
No. of securities held after change	David McSweeney 200,000 Ordinary Shares 200,000 Performance Rights David McSweeney ATF The McSweeney Family Trust 7,183,962 Ordinary Shares Brookman Resources Pty Ltd ATF The David McSweeney Superannuation Fund 7,000,000 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	Expiration of unlisted Class A Options and unlisted Performance Options

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	
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	

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Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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 - not applicable
If so, was written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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Name of entity	ASPIRE MINING LIMITED
ABN	46 122 417 243

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 Paull
Date of last notice	19 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	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	2Rs Pty Ltd <Paull Family Trust A/C> (David Paull is a director of 2Rs Pty Ltd and a beneficiary of the trust) Red Island Resources Limited (David Paull is a director and 2Rs Pty Ltd is a shareholder of Red Island Resources Limited)
Date of change	12 February 2015

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No. of securities held prior to change	David Paull 1,000,000 Performance Rights 2Rs Pty Ltd 1,986,792 Ordinary Shares 943,396 Class A Options 20,000,000 Performance Options Red Island Resources Limited 8,100,000 Ordinary Shares 49,000,000 Class A Options 49,000,000 Performance Options
Class	Performance Options Class A Options
Number acquired	Nil
Number disposed	943,396 Class A Options 20,000,000 Performance Options 49,000,000 Class A Options 49,000,000 Performance Options
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil, unlisted Options expired unexercised.
No. of securities held after change	David Paull 1,000,000 Performance Rights 2Rs Pty Ltd 1,986,792 Ordinary Shares Red Island Resources Limited 8,100,000 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	Expiration of unlisted Class A options, and unlisted Performance Options.

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	
Nature of interest	

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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	

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 written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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Introduced 30/9/2001.

Name of entity	ASPIRE MINING LIMITED
ABN	46 122 417 243

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	Neil Lithgow
Date of last notice	19 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.	Spectral Investments Pty Ltd <The Lithgow Family Trust A/C> (Neil Lithgow is a director of Spectral Investments Pty Ltd and a beneficiary of the Lithgow Family Trust) Red Island Resources Limited (Neil Lithgow is a director and Big Fish Nominees Pty Ltd is a shareholder of Red Island Resources Limited) Big Fish Nominees Pty Ltd (Neil Lithgow is a director and joint shareholder of Big Fish Nominees Limited)
Date of change	12 February 2015

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No. of securities held prior to change Spectral Investments Pty Ltd <The Lithgow Family Trust A/C> Red Island Resources Limited Big Fish Nominees Pty Ltd	79,278,501 Ordinary Shares 24,000,000 Class A Options 8,100,000 Ordinary Shares 49,000,000 Class A Options 49,000,000 Performance Options 36,000,000 Performance Options
Class	Class A Options Performance Options
Number acquired	Nil
Number disposed	24,000,000 Class A Options 49,000,000 Class A Options 49,000,000 Performance Options 36,000,000 Performance Options
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil, unlisted Options expired unexercised.
No. of securities held after change Spectral Investments Pty Ltd <The Lithgow Family Trust A/C> Red Island Resources Limited	79,278,501 Ordinary Shares 8,100,000 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	Expiration of unlisted Class A Options, and unlisted Performance Options.

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	
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	

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Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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 written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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