

## 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. Amended 01/01/2011

|                       |                 |
|-----------------------|-----------------|
| <b>Name of entity</b> | AusNiCo Limited |
| <b>ABN</b>            | 84 122 957 322  |

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.

|                            |                 |
|----------------------------|-----------------|
| <b>Name of Director</b>    | Nicholas Mather |
| <b>Date of last notice</b> | 12 April 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.

|                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                 | Direct & Indirect                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <b>Nature of indirect interest</b><br><b>(including registered holder)</b><br><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Samuel Capital Pty Ltd (Director is director and controlling shareholder)<br><br>Samuel Holdings Pty Ltd <Samuel Discretionary A/C> (Director is a director and may be a beneficiary of the trust from time to time)<br><br>Lionhearted Pty Ltd (Director is director and controlling shareholder)<br><br>Airhawk Pty Ltd (Director is director and controlling shareholder)<br><br>Judith Mather (wife of Director)<br><br>Mather Foundation Ltd <Mather Foundation A/C> (Director is a director)<br><br>Nicholas & Judith Mather <Mather Super Fund A/C> (Director is a trustee and member) |
| <b>Date of change</b>                                                                                                                                              | 16 January 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

|                                                                                                                          |                                                                                                                                                                                                                             |
|--------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>No. of securities held before change</b>                                                                              |                                                                                                                                                                                                                             |
| Nicholas Mather                                                                                                          | 10,000 Ordinary Shares<br>500,000 Unlisted Options (30 cents, 19/11/2013)                                                                                                                                                   |
| Samuel Capital Pty Ltd                                                                                                   | 10,000 Ordinary Shares                                                                                                                                                                                                      |
| Samuel Holdings Pty Ltd <Samuel Discretionary A/C>                                                                       | 2,172,917 Ordinary Shares                                                                                                                                                                                                   |
| Lionhearted Pty Ltd                                                                                                      | 10,000 Ordinary Shares                                                                                                                                                                                                      |
| Airhawk Pty Ltd                                                                                                          | 10,000 Ordinary Shares                                                                                                                                                                                                      |
| Judith Mather                                                                                                            | 40,000 Ordinary Shares                                                                                                                                                                                                      |
| Mather Foundation Limited <Mather Foundation A/C>                                                                        | 500,000 Ordinary Shares                                                                                                                                                                                                     |
| Nicholas & Judith Mather <Mather Super Fund A/C>                                                                         | 10,000 Ordinary Shares                                                                                                                                                                                                      |
| <b>Total</b>                                                                                                             | <b>2,762,917 Ordinary Shares</b><br><b>500,000 Unlisted Options (30 cents, 19/11/2013)</b>                                                                                                                                  |
| <b>Class</b>                                                                                                             | ANW & ANWESC2 (Ordinary Shares)<br>ANWO1 and ANWO3ESC (Unlisted Options)                                                                                                                                                    |
| <b>Number acquired</b>                                                                                                   |                                                                                                                                                                                                                             |
| Samuel Holdings Pty Ltd <Samuel Discretionary A/C>                                                                       | 35,866,940 Ordinary Shares (ESCROWED to 16.01.14)<br>10,000,000 Unlisted Options (4 cents to 30.06.15)<br>ESCROW applies to 16.01.14                                                                                        |
| <b>Number disposed</b>                                                                                                   |                                                                                                                                                                                                                             |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small> | Transfer of ordinary shares held in Taronga Mines Limited, and surrender of options previously held in Taronga Mines Limited.                                                                                               |
| <b>No. of securities held after change</b>                                                                               |                                                                                                                                                                                                                             |
| Nicholas Mather                                                                                                          | 10,000 Ordinary Shares<br>500,000 Unlisted Options (30 cents, 19/11/2013)                                                                                                                                                   |
| Samuel Capital Pty Ltd                                                                                                   | 10,000 Ordinary Shares                                                                                                                                                                                                      |
| Samuel Holdings Pty Ltd <Samuel Discretionary A/C>*                                                                      | 2,172,917 Ordinary Shares<br>35,866,940 Ordinary Shares (ESCROWED to 16.01.14)<br>10,000,000 Unlisted Options (4 cents to 30.06.15)<br>(ESCROW applies to 16.01.14)                                                         |
| Lionhearted Pty Ltd                                                                                                      | 10,000 Ordinary Shares                                                                                                                                                                                                      |
| Airhawk Pty Ltd                                                                                                          | 10,000 Ordinary Shares                                                                                                                                                                                                      |
| Judith Mather                                                                                                            | 40,000 Ordinary Shares                                                                                                                                                                                                      |
| Mather Foundation Limited <Mather Foundation A/C>                                                                        | 500,000 Ordinary Shares                                                                                                                                                                                                     |
| Nicholas & Judith Mather <Mather Super Fund A/C>                                                                         | 10,000 Ordinary Shares                                                                                                                                                                                                      |
| <b>Total</b>                                                                                                             | <b>2,762,917 Ordinary Shares</b><br><b>35,866,940 Ordinary Shares (ESCROWED)</b><br><b>500,000 Unlisted Options (30 cents, 19/11/2013)</b><br><b>10,000,000 Unlisted Options (4 cents to 30.06.15)</b><br><b>(ESCROWED)</b> |

+ See chapter 19 for defined terms.

|                         |                                                                                                               |
|-------------------------|---------------------------------------------------------------------------------------------------------------|
| <b>Nature of change</b> | Consideration for the scrip based acquisition of Taronga Mines Limited. Refer ASX release of 17 January 2013. |
|-------------------------|---------------------------------------------------------------------------------------------------------------|

## 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.

|                                                                                                                                                                                  |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| <b>Detail of contract</b>                                                                                                                                                        |  |
| <b>Nature of interest</b>                                                                                                                                                        |  |
| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                      |  |
| <b>Date of change</b>                                                                                                                                                            |  |
| <b>No. and class of securities to which interest related prior to change</b><br><br>Note: Details are only required for a contract in relation to which the interest has changed |  |
| <b>Interest acquired</b>                                                                                                                                                         |  |
| <b>Interest disposed</b>                                                                                                                                                         |  |
| <b>Value/Consideration</b><br><br>Note: If consideration is non-cash, provide details and an estimated valuation                                                                 |  |
| <b>Interest after change</b>                                                                                                                                                     |  |

## Part 3 – <sup>+</sup>Closed period

|                                                                                                                                                               |    |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|----|
| <b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b> | No |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>                                                          |    |
| <b>If prior written clearance was provided, on what date was this provided?</b>                                                                               |    |

K Schlobohm  
Company Secretary  
18 January 2013

<sup>+</sup> See chapter 19 for defined terms.