

26 June 2013

Company Announcements Office  
ASX Limited  
Via Electronic Lodgement

Dear Sirs

**Change of Director's Interest Notices**

Please see attached Appendices 3Y for David Reed and Christopher Reed. The notices reflect a transfer of shares from an entity associated with David Reed to Christopher Reed, and a movement of those shares by Christopher Reed pursuant to a commercial loan and share pledge arrangement he has entered into, as was announced to ASX on 6 July 2011. The trades are those foreshadowed in the securities trading policy request announcement released on 24 June 2013.

Yours faithfully

Darren Wates  
**COMPANY SECRETARY**



# 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 30/09/01 Amended 01/01/11

Name of entity	Reed Resources Ltd
ABN	89 099 116 631

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 John Reed
Date of last notice	21 June 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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	D. Trucking Nominees Pty Ltd ATF D.J. Reed Superannuation Fund Director/Secretary Member of Fund
Date of change	24 June 2013
No. of securities held prior to change	
A. David John Reed	1,102,768 Ordinary Fully Paid
B. Judith Mary Reed	2,487,226 Ordinary Fully Paid
C. Trucking Nominees Pty Ltd	1,272,310 Ordinary Fully Paid
D. Trucking Nominees Pty Ltd ATF D.J. Reed Superannuation Fund	10,610,049 Ordinary Fully Paid
E. Coal Holdings Pty Ltd	1,050,000 Ordinary Fully Paid

+ See chapter 19 for defined terms.

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

Class	Ordinary Fully Paid
Number acquired	-
Number disposed	4,500,000
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil, transfer pursuant to loan arrangement.
No. of securities held after change  A. David John Reed B. Judith Mary Reed C. Trucking Nominees Pty Ltd D. Trucking Nominees Pty Ltd ATF D.J. Reed Superannuation Fund E. Coal Holdings Pty Ltd	1,102,768 Ordinary Fully Paid 2,487,226 Ordinary Fully Paid 1,272,310 Ordinary Fully Paid 6,110,049 Ordinary Fully Paid 1,050,000 Ordinary Fully Paid
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Off market transfer pursuant to loan arrangement.

**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	

+ See chapter 19 for defined terms.

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

---

<b>No. and class of securities to which interest related prior to change</b> 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> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**Part 3 – <sup>+</sup>Closed period**

Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	24 June 2013

---

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

# 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 30/09/01 Amended 01/01/11

<b>Name of entity</b>	Reed Resources Ltd
<b>ABN</b>	89 099 116 631

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>	Christopher John Reed
<b>Date of last notice</b>	21 June 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.

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
<b>Date of change</b>	24 June 2013

---

+ See chapter 19 for defined terms.

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

<b>No. of securities held prior to change</b>	
A. Christopher John Reed	Nil*
B. Reekal Pty Ltd <Reed Super Fund A/c>	477,034 Ordinary Fully Paid
C. Nickel Investments Pty Ltd <Nickel Investment Account>	232,168 Ordinary Fully Paid 400,000 Unlisted Options at \$1.184
D. Louron Exploration Pty Ltd	200,000 Unlisted Options at \$1.184
E. Louron Exploration Pty Ltd <Louron Family Trust>	100,000 Ordinary Fully Paid
F. Sonia Jean Reed	100,000 Ordinary Fully Paid
<b>Class</b>	Ordinary Fully Paid
<b>Number acquired</b>	A. 4,500,000
<b>Number disposed</b>	A. 4,500,000
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil, transfer pursuant to loan arrangement.  Nil, transfer pursuant to share pledge arrangement.*
<b>No. of securities held after change</b>	
A. Christopher John Reed	Nil*
B. Reekal Pty Ltd <Reed Super Fund A/c>	477,034 Ordinary Fully Paid
C. Nickel Investments Pty Ltd <Nickel Investment Account>	232,168 Ordinary Fully Paid 400,000 Unlisted Options at \$1.184
D. Louron Exploration Pty Ltd	200,000 Unlisted Options at \$1.184
E. Louron Exploration Pty Ltd <Louron Family Trust>	100,000 Ordinary Fully Paid
F. Sonia Jean Reed	100,000 Ordinary Fully Paid

+ See chapter 19 for defined terms.

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

<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Off market acquisition of shares and subsequent transfer of these shares pursuant to the terms of a share pledge arrangement.*</p>
---	---

**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 (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> 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> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	Yes
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	Yes.
<b>If prior written clearance was provided, on what date was this provided?</b>	24 June 2013

\* As announced on 6 July 2011, 23 December 2011, 13 April 2012, 1 March 2013, 22 March 2013, 22 April 2013, 18 June 2013, 21 June 2013 and 26 June 2013, Mr Reed has entered into a commercial loan and share pledge arrangement, under which he has pledged and assigned 18,398,906 shares in favour of the pledgee, as security for the loan facility. The term of the loan was originally 3 years which has been renegotiated to 2.5 years. After the loan is discharged the pledgee is to release its interest in and return the pledged shares.

+ See chapter 19 for defined terms.