

3 November 2010

Company Announcements Office  
Australian Securities Exchange  
Exchange Plaza  
2 The Esplanade  
Perth WA 6000

Dear Sir/Madam

#### UNLISTED OPTIONS

XRF Scientific Ltd ("The Company") is pleased to advise that shareholders have exercised 5,350,000 options at 16c, raising a total of \$856,000. The cash injection strengthens the Company's financial position and will complete the deferred consideration (\$1,000,000 total to 31 December 2010) for the acquisition of Sigma Flux Pty Ltd as announced to ASX on 30 July 2010.

Entities associated with Managing Director Terry Sweet have exercised a total of 2,000,000 options for total consideration of \$320,000, however of these, 1,000,000 shares will be transferred to an unrelated party in the coming weeks. Mr Sweet's option and share transactions have been set out in the three separate attached Appendix 3Y's in order to provide shareholders with a clear view of the various transactions, which include:

- Transfer of options between Mr Sweet's entities and to unrelated parties;
- Exercise of options;
- Expiry of options not exercised.

Please be advised that the balance of the 5,800,000 16c options that were on issue, not taken up, have lapsed:

| Expiry Date     | Exercise Price | No. of Options |
|-----------------|----------------|----------------|
| 31 October 2010 | 16c            | 450,000        |

For further information please contact:

Vance Stazzonelli  
Company Secretary  
XRF Scientific Limited  
[vance.stazzonelli@xrfscientific.com](mailto:vance.stazzonelli@xrfscientific.com)

# 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.

|                                               |
|-----------------------------------------------|
| <b>Name of entity: XRF Scientific Limited</b> |
| <b>ABN: 80 107 908 314</b>                    |

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>    | Terry Sweet   |
| <b>Date of last notice</b> | 3 August 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.

|                                                                                                                                                                         |                                                                                                                                                                 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                      | Indirect                                                                                                                                                        |
| <b>Nature of indirect interest<br/>(including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C>                                                     |
| <b>Date of change</b>                                                                                                                                                   | 29 October 2010                                                                                                                                                 |
| <b>No. of securities held prior to change</b>                                                                                                                           | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) 3,254,273<br>b) 3,000,000<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) Nil<br>b) Nil |
| <b>Class</b>                                                                                                                                                            | a) Ordinary Shares<br>b) Unlisted 16c options 31/10/2010                                                                                                        |

---

+ See chapter 19 for defined terms.

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

|                                                                                                                                                                             |                                                                                                                                                                       |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Number acquired</b>                                                                                                                                                      | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) Nil<br>b) Nil<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) Nil<br>b) 1,000,000             |
| <b>Number disposed</b>                                                                                                                                                      | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) Nil<br>b) 1,550,000<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) Nil<br>b) Nil             |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | Nil                                                                                                                                                                   |
| <b>No. of securities held after change</b>                                                                                                                                  | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) 3,254,273<br>b) 1,450,000<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) Nil<br>b) 1,000,000 |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Off-market transfers                                                                                                                                                  |

**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>                               | N/A |
| <b>Nature of interest</b>                               |     |
| <b>Name of registered holder (if issued securities)</b> |     |
| <b>Date of change</b>                                   |     |

+ 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><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                    |  |
| <b>Interest disposed</b>                                                                                                                                                                    |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>                                                                 |  |
| <b>Interest after change</b>                                                                                                                                                                |  |

---

+ 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 30/9/2001.

|                                               |
|-----------------------------------------------|
| <b>Name of entity: XRF Scientific Limited</b> |
| <b>ABN: 80 107 908 314</b>                    |

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>    | Terry Sweet   |
| <b>Date of last notice</b> | 3 August 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.

|                                                                                                                                                                     |                                                                                                                                                                       |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                  | Indirect                                                                                                                                                              |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C>                                                           |
| <b>Date of change</b>                                                                                                                                               | 29 October 2010                                                                                                                                                       |
| <b>No. of securities held prior to change</b>                                                                                                                       | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) 3,254,273<br>b) 1,450,000<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) Nil<br>b) 1,000,000 |
| <b>Class</b>                                                                                                                                                        | a) Ordinary Shares<br>b) Unlisted 16c options 31/10/2010                                                                                                              |

---

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

|                                                                                                                                                                                            |                                                                                                                                                                     |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Number acquired</b>                                                                                                                                                                     | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) 1,000,000<br>b) Nil<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) 1,000,000<br>b) Nil     |
| <b>Number disposed</b>                                                                                                                                                                     | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) Nil<br>b) 1,000,000<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) Nil<br>b) 1,000,000     |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | \$320,000                                                                                                                                                           |
| <b>No. of securities held after change</b>                                                                                                                                                 | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) 4,254,273<br>b) 450,000<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) 1,000,000<br>b) Nil |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Exercise of unlisted 16c 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.

|                                                         |     |
|---------------------------------------------------------|-----|
| <b>Detail of contract</b>                               | N/A |
| <b>Nature of interest</b>                               |     |
| <b>Name of registered holder (if issued securities)</b> |     |
| <b>Date of change</b>                                   |     |

+ 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><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                    |  |
| <b>Interest disposed</b>                                                                                                                                                                    |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>                                                                 |  |
| <b>Interest after change</b>                                                                                                                                                                |  |

---

+ 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 30/9/2001.

|                                               |
|-----------------------------------------------|
| <b>Name of entity: XRF Scientific Limited</b> |
| <b>ABN: 80 107 908 314</b>                    |

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>    | Terry Sweet   |
| <b>Date of last notice</b> | 3 August 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.

|                                                                                                                                                                     |                                                                                                                                                                     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                  | Indirect                                                                                                                                                            |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C>                                                         |
| <b>Date of change</b>                                                                                                                                               | 31 October 2010                                                                                                                                                     |
| <b>No. of securities held prior to change</b>                                                                                                                       | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) 4,254,273<br>b) 450,000<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) 1,000,000<br>b) Nil |
| <b>Class</b>                                                                                                                                                        | a) Ordinary Shares<br>b) Unlisted 16c options 31/10/2010                                                                                                            |

---

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

|                                                                                                                                                                                            |                                                                                                                                                                 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Number acquired</b>                                                                                                                                                                     | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) Nil<br>b) Nil<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) Nil<br>b) Nil             |
| <b>Number disposed</b>                                                                                                                                                                     | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) Nil<br>b) 450,000<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) Nil<br>b) Nil         |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and estimated valuation</small>                                                                   | Nil                                                                                                                                                             |
| <b>No. of securities held after change</b>                                                                                                                                                 | i) Sparrow Holdings Pty Ltd <Sweet Super Fund A/C><br>a) 4,254,273<br>b) Nil<br>ii) Sparrow Holdings Pty Ltd <Terry Sweet Family A/C><br>a) 1,000,000<br>b) Nil |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | Expiry of unlisted 16c 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.

|                                                         |     |
|---------------------------------------------------------|-----|
| <b>Detail of contract</b>                               | N/A |
| <b>Nature of interest</b>                               |     |
| <b>Name of registered holder (if issued securities)</b> |     |
| <b>Date of change</b>                                   |     |

+ 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><br><small>Note: Details are only required for a contract in relation to which the interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                    |  |
| <b>Interest disposed</b>                                                                                                                                                                    |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated valuation</small>                                                                 |  |
| <b>Interest after change</b>                                                                                                                                                                |  |

---

+ See chapter 19 for defined terms.