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ASPIRE MINING LTD

ABN 46 122 417 243

INTERIM FINANCIAL REPORT

31 DECEMBER 2011

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CORPORATE INFORMATION

Directors

David McSweeney (Non-Executive Chairman)
David Paull (Managing Director)
Neil Lithgow (Non-Executive Director)
Gan Ochir-Zunduisuren (Non-Executive Director)
Tony Pearson (Non-Executive Director)
Mark Read (Non-Executive Director)
Andrew Edwards (Non-Executive Director)

Company secretary

Philip Rundell

Registered office and Australian principal place of business

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SUBIACO WA 6008
Telephone: (08) 9287 4555
Fax: (08) 9388 1980
Email: info@aspireminingl imited.com

Principal place of business Mongolia
Sukbaatar District, 1st Khooro
Chinggis Avenue-8,
Atai Tower, 3RD Floor, Room 302
Ulaanbaatar

Share register

Security Transfer Registrars Pty Ltd
770 Canning Highway
APPLECROSS WA 6153
Telephone: (08) 9315 2333

Solicitors

Corrs Chambers Westgarth Lawyers
Level 15, Woodside Plaza
240 St Georges Terrace
PERTH WA 6000

Steinepreis Paganin
Level 4, The Read Buildings
16 Milligan Street
PERTH WA 6000

Bankers

National Australia Bank
Level 1, 1238 Hay Street
WEST PERTH WA 6005

Auditors

Australia
HLB Mann Judd
Level 4, 130 Stirling Street
PERTH WA 6000

Mongolia
Deloitte Onch LLC
6th Floor, Gurvan Gol Holding Company Building
Sukhbaatar District, 1st Horoo, Ulaanbaatar

Securities Exchange Listing

AKM

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DIRECTORS' REPORT

Your directors submit the financial report of the consolidated entity for the half-year ended 31 December 2011. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

Directors

The names of directors who held office during or since the end of the interim period and until the date of this report are noted below. Directors were in office for this entire period unless otherwise stated.

David McSweeney	Non-Executive Chairman
David Paull	Managing Director
Neil Lithgow	Non-Executive Director
Gan-Ochir Zunduisuren	Non-Executive Director
Tony Pearson	Non-Executive Director
Mark Read	Non-Executive Director (appointed 1 July 2011)
Andrew Edwards	Non-Executive Director (appointed 1 July 2011)

Operating Results

The loss of the consolidated entity for the half-year after income tax was $1,840,922 (2010: $888,441).

Review of Operations

Ovoot Coking Coal Project (100%)

During the six months to 31 December 2011, the Company focused on a continuation of a large exploration programme across the entire Ovoot Basin and on advancing a Pre-Feasibility Study in relation to the Ovoot Coking Coal Resource (Ovoot Resource).

Exploration Update

The Company utilised up to six drilling rigs over the Ovoot Coking Coal Project ("Ovoot") area. A total of 8,876 metres of drilling was conducted in the six months to 31 December 2011 as part of Aspire's 2011/2012 exploration drilling programme and infill, geotechnical and hydrological drilling activities.

A new area coal seam formation spanning across approximately 3 x 1 kilometres was discovered four kilometres to the northeast of the existing Ovoot Resource (New Coal Discovery Area). Exploration drilling continued in areas to the east, south and west to determine whether this formation joins onto the existing Ovoot Resource.

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DIRECTORS' REPORT

Review of Operations (continued)

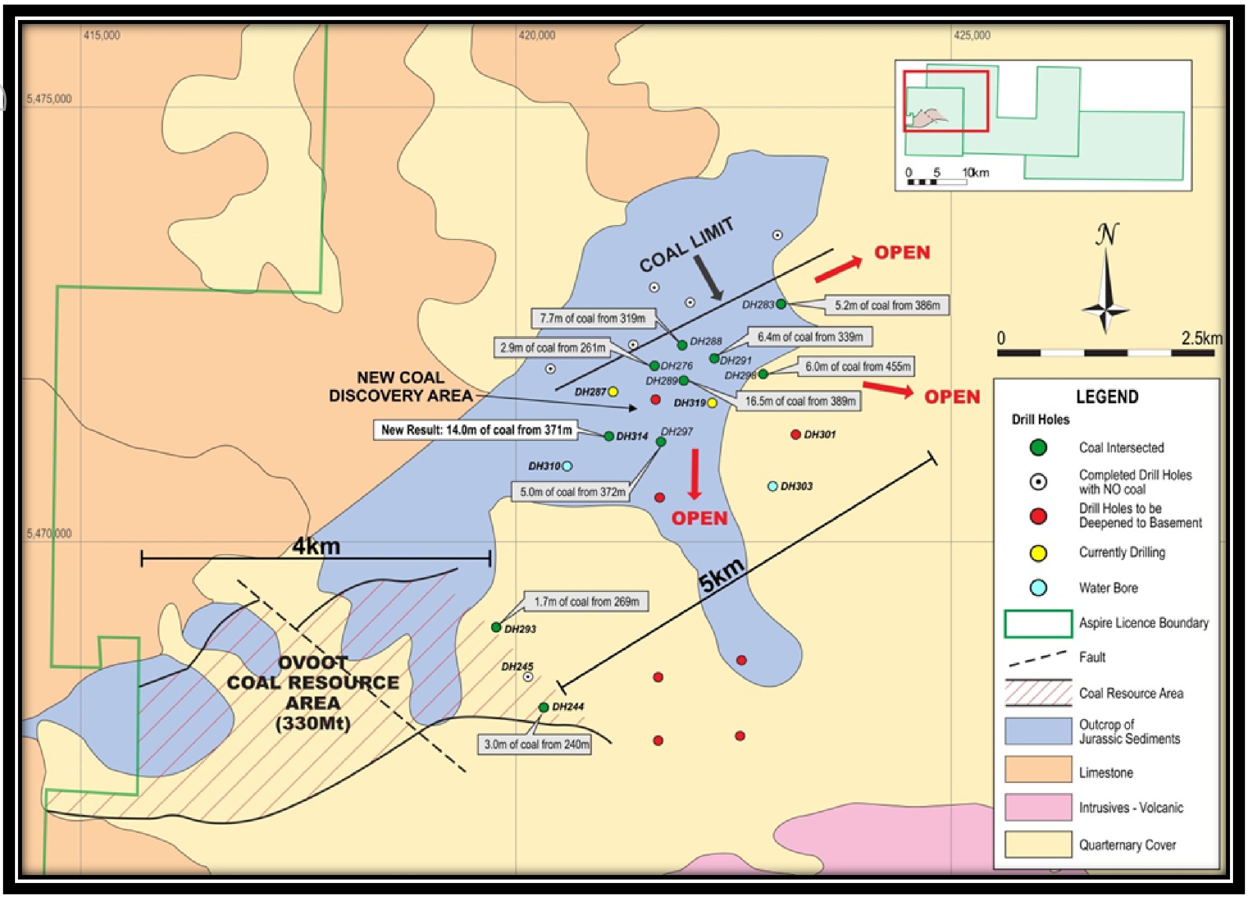

Figure 1: Location of New Coal Discovery and Coal Intersections

Initial raw coal quality results of core samples taken from the New Coal Discovery Area preliminary results are shown in Table 2. Washing testwork will be performed to understand preliminary washing yields and potential product specifications.

Low Total Moisture	< 1% (ar)
Medium Volatile Coal	17 to 30% (adb)
High CSN's	7 to 9
Variable Ash	14 to 50%* (adb)
Calorific Values	3,800 to 7,000 kcal/kg (adb)

Table 1: Initial Raw Coal Quality – New Coal Discovery area
*Removal of one outlier sample result of 50% reduced the average ash content to 25%.

Less than 20% of the Ovoot Basin has been drilled to date, resulting in the identification so far of coal in two locations.

Exploration drilling in 2012 will continue to focus on the open areas to the northeast, east and southeast of the New Coal Discovery Area, and also on the Hurimt and Zuun Del prospects within the Ovoot licence area.

Ovoot – Coking Coal Quality

Following the Company's receipt of all coal quality results from the 2010 Ovoot exploration programme, leading coal market consultants Wood Mackenzie confirmed Ovoot's coking coal has highly attractive properties as a blending feed stock for coke production.

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DIRECTORS' REPORT

Review of Operations (continued)

Ovoot's very high vitrinite content, and high fluidity presents as a value-add blend coal for cheaper inert coals, and is within an ideal range for mid-volatile hard coking coal and fat coal classifications within China.

	Yield %	Ash %	Volatiles %	CSN	Sulphur %	Vitrinite
Indicative Washed Coal Quality	80%	8%	25 - 28%	8 - 9	1%	96 – 97%

Table 2: Ovoot Indicative Product Quality (air dried basis)

Pre-Feasibility Study

The Company completed all infill drilling at the Ovoot Resource in preparation for an updated resource and an initial reserve statement. A total of 44 holes for 9,200 meters of infill drilling were completed in calendar 2011.

A Pre-Feasibility Study ("PFS") regarding the development of a large scale mining and processing operation at Ovoot is almost complete and is due to be finalised in the March 2012 Quarter.

The PFS is looking at the Ovoot project producing up to 12 million tonnes per annum ("Mtpa") of saleable coking coal from 15 Mtpa of Run-Of-Mine ("ROM") material, with the utilisation of two washing plants on site.

Note: Production targets are conceptual in nature and are based entirely on the existing mineral resource base of the Ovoot Coking Coal Project. The development of the larger Ovoot Coking Coal Project remains subject to completion of positive feasibility studies, the grant of a mining licence, developing the necessary rail infrastructure between Ovoot and Erdenet and securing sufficient port and rail capacity from Erdenet to take product to market. Whilst Aspire believes that a sufficient amount of the existing mineral resource base has reasonable prospects for eventual economic extraction, there has been insufficient work done at this stage to define an ore reserve and it is uncertain if further work will ultimately result in the determination of an ore reserve.

As part of the PFS, a preliminary site plan has been prepared identifying the location of several of the major plant items, the proposed open pit and rail access as shown in Figure 2.

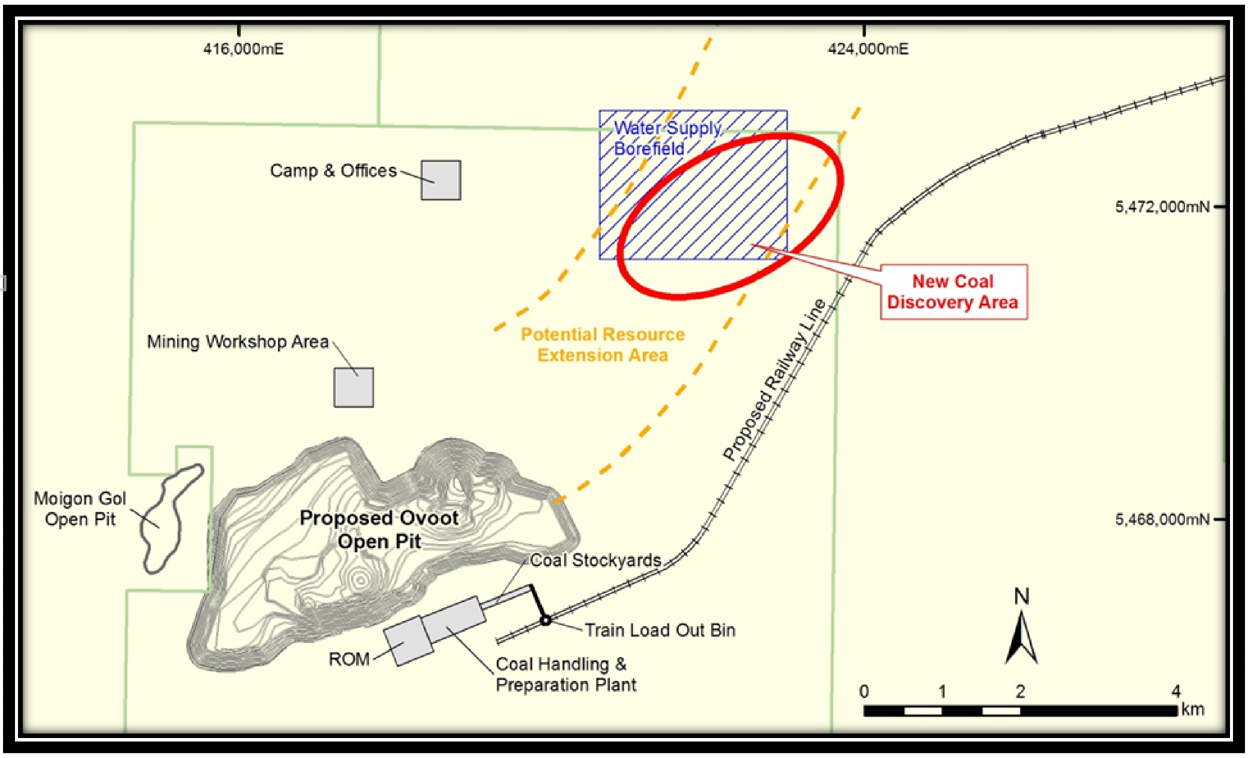

Figure 2: Proposed Ovoot Project Mine-Site Plan

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DIRECTORS' REPORT
Review of Operations (continued)

Other commercialisation studies are being undertaken, including access to water, power, a haul road between Ovoot and Moron, and the construction of an aerodrome on the Ovoot project site. The results of these studies are expected to be received in the March 2012 Quarter.

Nuramt Coal Project (100%)
Detailed mapping was conducted at the Nuramt Coal Project in the December 2011 Quarter. A magnetics programme is planned for the property in the March 2012 Quarter, to be followed by targeted reconnaissance drilling later in 2012.

The Company decided not to exercise its option to complete the acquisition of two neighbouring licenses as it was determined there was limited potential for significant near surface coal in that area.

Shanagan Coal Project (Farm In Earning 50%)
After reviewing the initial reconnaissance drilling programme, it was decided that there was not sufficient encouragement to continue to farm-in to this joint venture. The Company made the decision to withdraw from the joint venture in the December 2011 Quarter.

Jilchigbulag Coal Project (100%)
Eleven holes, totalling 3,000 metres of drilling were completed in 2011. Initial coal quality results confirm the presence of a semi-soft coking coal with moderate ash (averaging 21%), high volatile matter (averaging 35%) and relatively low CSN range of 1.5 to 2.5.

Zavkhan Iron Ore Project (Earning 70%)
A magnetics programme at the Zavkhan Iron Ore Project was commenced and completed in October 2011. The higher resolution images will be used in the reconnaissance drilling programme which is planned to commence in the second half of 2012.

Northern Railways LLC
Northern Railways LLC, a subsidiary of Aspire Mining, has been established to act as a special purpose vehicle to apply for the rail licence to cover a rail line linking the towns of Erdenet and Moron, and a rail spur connecting Ovoot to Moron. Northern Railways is tasked with the responsibility for the construction and seeking the funding required for the Erdenet to Moron multi-user rail line.

The multi-user rail line will link northern Mongolia to the Trans-Mongolian railway, providing much needed employment, tourism, and economic benefits to the surrounding communities by providing access for both bulk freight and general passenger use.

A Rail Pre-Feasibility Study is underway and due for completion in the March 2012 Quarter.

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DIRECTORS' REPORT
Review of Operations (continued)

Figure 3: Proposed rail path between Ovoot to Moron and Erdenet to Moron, linking up to the Trans-Mongolian railway

Competent Person Statements

In accordance with the Australian Securities Exchange requirements, the technical information contained in this announcement in relation to the Ovoot Coking Coal Project in Mongolia has been reviewed by Mr Neil Lithgow – Non Executive Director for Aspire Mining Limited. Mr Lithgow is a Member of the Australian Institute of Geoscientists and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves." Mr Lithgow consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.

The technical information contained in this announcement in relation to the JORC Compliant Coal Resource for the Ovoot Coking Coal Project in Mongolia has been reviewed by Mr Chris Arndt and Dr Bielin Shi of CSA Global Pty Ltd. The information in this report that relates to Mineral Resources is based on information compiled by Dr Bielin Shi, who is a member of the Australasian Institute of Mining and Metallurgy. Dr Bielin Shi has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity which she is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Mineral Resources and Ore Reserves".

Mr Arndt and Dr Shi of CSA Global Pty Ltd consent to the inclusion in the report of the matters based on this information in the form and context in which it appears.

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DIRECTORS' REPORT

Marketing

Strategic Marketing and Logistics Alliance Agreement ("Agreement")

In November 2011, Aspire Mining entered into an Agreement with a wholly owned subsidiary of Noble Group Limited (SGX: N21 "Noble"). The Agreement covers the supply chain logistics to deliver Ovoot coking coal to potential customers, includes the marketing and promotion of the Ovoot product brand, and also assists to identify potential strategic partners for Ovoot's development. Noble have marketing rights to at least 50% of the initial five million tonnes of Ovoot's production subject to the establishment of necessary road, rail and port capacity.

At 31 December 2011, Noble held a 10.1% stake in the Company.

Community Relations

The Company opened a Community Relations office in the Khuvsgul provincial capital of Moron during the December 2011 Quarter.

Including contractors, Aspire engages or employs 130 people in Mongolia, of which 28 are locals from within the Khuvsgul province.

The Community Relations team are responsible for engaging the local community and progressing activities which are socially beneficial to the region. These activities have included the donation of 20 million tugrik to the National Disaster Rehabilitation Fund, and a tertiary scholarship programme aimed to sponsor four students to attend university at Erdenet. Applications for the scholarship programme will open in 2012, with studies commencing in September 2012.

Corporate

Placement Raising AU$32.8 million

On 12 October 2011, the Company announced the successful completion of a share placement ("Placement") to institutional and sophisticated investors. The Placement consisted of 80 million fully paid ordinary shares at AU$0.41 per share, to raise a total of AU$32.8 million.

At the time, SouthGobi Resources Limited, Aspire's major shareholder, exercised its anti-dilution top-up rights to maintain a 19.9% holding in the Company.

Aspire Mining has and will use the funds raised from the Placement, to fund an aggressive exploration programme and complete necessary feasibility studies for the Ovoot project.

Corporate and Cash at Bank

The Company had 620,594,556 fully paid ordinary shares on issue at the end of the half year (2010: 531,960,734 fully paid ordinary shares).

Cash and cash equivalents held by the consolidated entity at the end of the half was $34,338,529 (2010: $18,243,534).

Significant and Subsequent Events

There have been no significant events subsequent to the reporting date requiring disclosure in this report.

Auditor's Independence Declaration

Section 307C of the Corporations Act 2001 requires our auditors, HLB Mann Judd, to provide the directors of the company with an Independence Declaration in relation to the review of the interim financial report. This Independence Declaration is set out on page 7 and forms part of this directors' report for the half-year ended 31 December 2011.

This report is signed in accordance with a resolution of the Board of Directors made pursuant to section.306(3) of the *Corporations Act 2001*.

David Paull
Managing Director
14 March 2012

HLB Mann Judd

Accountants | Business and Financial Advisers

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of Aspire Mining Limited for the half-year ended 31 December 2011, I declare that to the best of my knowledge and belief, there have been no contraventions of:

a) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

b) any applicable code of professional conduct in relation to the review.

Perth, Western Australia
14 March 2012

W M CLARK
Partner, HLB Mann Judd

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HLB Mann Judd (WA Partnership) is a member of HLB International, a world-wide organisation of accounting firms and business advisers

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CONDENSED STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

	Note	Consolidated 2011 $	Consolidated 2010 $
Interest revenue		393,524	100,460
Sundry income		18,174	-
Profit on sale of tenements		88,219	17,992
Exchange gains		465,694	174,253
Exploration expenditure		(82,528)	(372,852)
Employee benefits expense		(754,616)	(249,329)
Finance costs		(208)	(3,000)
Other expenses		(1,966,111)	(555,965)
Loss before income tax expense	2	**(1,837,852)**	**(888,441)**
Income tax expense		(3,070)	-
Loss after tax		**(1,840,922)**	**(888,441)**
Net loss for the period		**(1,840,922)**	**(888,441)**
Other comprehensive income/(loss)			
Net change in the fair value of available-for-sale assets		(16,000)	126,000
Exchange differences on translation of foreign operations		(696,145)	(10,700)
Other comprehensive income/(loss) for the period, net of tax		**(712,145)**	**115,300**
Total comprehensive loss		**(2,553,067)**	**(773,141)**
Basic loss per share (cents per share)		(0.32)	(0.22)

The accompanying notes form part of these financial statements

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CONDENSED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2011

	Note	Consolidated 31 Dec 2011 $	Consolidated 30 June 2011 $
Assets			
Current Assets			
Cash and cash equivalents		34,338,529	12,021,339
Trade and other receivables		1,361,285	332,464
Available for sale assets	3	-	167,000
Inventory		3,707	-
Total Current Assets		**35,703,521**	**12,520,803**
Non-Current Assets			
Exploration and evaluation expenditure	4	22,237,456	16,379,283
Property, plant and equipment		582,865	227,997
Intangible asset		70,701	78,704
Total Non-Current Assets		**22,891,022**	**16,685,984**
Total Assets		**58,594,543**	**29,206,787**
Liabilities			
Current Liabilities			
Trade and other payables		1,579,063	891,876
Total Current Liabilities		**1,579,063**	**891,876**
Total Liabilities		**1,579,063**	**891,876**
Net Assets		**57,015,480**	**28,314,911**
Equity			
Issued capital	5	70,413,846	39,156,503
Share option reserve	6	838,903	842,610
Financial asset reserve	7	-	16,000
Currency translation reserve		(1,365,803)	(669,658)
Accumulated losses		(12,871,466)	(11,030,544)
Total Equity		**57,015,480**	**28,314,911**

The accompanying notes form part of these financial statements.

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CONDENSED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

	Issued capital	Shares allotted but not issued reserve	Accumulated losses	Financial assets reserve	Option reserve	Currency translation reserve	Total equity
	$	$	$	$	$	$	$
Balance at 1 July 2010	19,258,064	-	(6,540,438)	-	867,176	22,465	13,607,267
Shares issued during the half-year	20,113,435	-	-	-	-	-	20,113,435
Shares to be issued	-	80,000	-	-	-	-	80,000
Options exercised	26,875	-	-	-	-	-	26,875
Transfer on exercise of options	4,453	-	-	-	(4,453)	-	-
Share issue expenses	(1,072,767)	-	-	-	-	-	(1,072,767)
Net change in fair value of available for sale assets	-	-	-	126,000	-	-	126,000
Exchange differences arising on translation of foreign operations	-	-	-	-	-	(10,700)	(10,700)
Loss for the period	-	-	(888,441)	-	-	-	(888,441)
Balance at 31 December 2010	**38,330,060**	**80,000**	**(7,428,879)**	**126,000**	**862,723**	**11,765**	**31,981,669**
Balance at 1 July 2011	**39,156,503**	**-**	**(11,030,544)**	**16,000**	**842,610**	**(669,658)**	**28,314,911**
Shares issued during the half-year	32,861,056	-	-	-	-	-	32,861,056
Options exercised	25,000	-	-	-	-	-	25,000
Transfer on exercise of options	3,707	-	-	-	(3,707)	-	-
Share issue expenses	(1,632,420)	-	-	-	-	-	(1,632,420)
Net change in fair value of available for sale assets	-	-	-	(16,000)	-	-	(16,000)
Exchange differences arising on translation of foreign operations	-	-	-	-	-	(696,145)	(696,145)
Loss for the period	-	-	(1,840,922)	-	-		(1,840,922)
Balance at 31 December 2011	**70,413,846**	**-**	**(12,871,466)**	**-**	**838,903**	**(1,365,803)**	**57,015,480**

The accompanying notes form part of these financial statements

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CONDENSED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

	Consolidated 2011 $	Consolidated 2010 $
	Inflows/(Outflows)	
Cash flows from operating activities		
Payments to suppliers and employees	(2,818,144)	(840,166)
Interest received	220,059	90,166
Interest paid	-	(3,000)
Net cash used in operating activities	**(2,598,085)**	**(753,000)**
Cash flows from investing activities		
Payments for exploration and evaluation expenditure	(6,381,533)	(3,132,659)
Payments for fixed assets	(364,987)	(148,033)
Proceeds from sale of available-for-sale assets	239,219	-
Payments for tenement acquisitions	-	(545,064)
Payment of deferred acquisition consideration	-	(2,951,640)
Net cash used in investing activities	**(6,507,301)**	**(6,777,396)**
Cash flows from financing activities		
Proceeds from issue of shares (net of issue costs)	31,288,820	20,183,504
Net cash provided by financing activities	**31,288,820**	**20,183,504**
Net increase in cash held	22,183,434	12,653,108
Cash and cash equivalents at the beginning of the period	12,021,339	5,665,382
Effects of exchange rate fluctuations	133,756	(74,956)
Cash and cash equivalents at the end of the period	**34,338,529**	**18,243,534**

The accompanying notes form part of these financial statements

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

The interim financial statements are a general purpose financial report prepared in accordance with the requirements of the Corporations Act 2001, applicable accounting standards including AASB 134 'Interim Financial Reporting', Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board ('AASB'). Compliance with AASB 134 ensures compliance with IAS 34 'Interim Financial Reporting'.

This condensed half-year report does not include full disclosures of the type normally included in an annual financial report. Therefore, it cannot be expected to provide as full an understanding of the financial performance, financial position and cash flows of the consolidated entity as in the full financial report.

It is recommended that this financial report be read in conjunction with the annual financial report for the year ended 30 June 2011 and any public announcements made by Aspire Mining Limited during the half-year in accordance with continuous disclosure requirements arising under the Corporations Act 2001 and the ASX Listing Rules.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except as set out below.

Basis of preparation

The interim report has been prepared on a historical cost basis, except for the revaluation of certain financial instruments. Cost is based on the fair value of the consideration given in exchange for assets. The consolidated entity is domiciled in Australia and all amounts are presented in Australian dollars, unless otherwise noted.

For the purpose of preparing the interim report, the half-year has been treated as a discrete reporting period.

Significant accounting judgments and key estimates

The preparation of interim financial reports requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

The significant judgments made by management in applying the consolidated entity's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial report for the year ended 30 June 2011.

Segment Reporting

The consolidated entity has applied AASB 8 *Operating Segments* from 1 July 2009. AASB 8 requires a 'management approach' under which segment information is presented on the same basis as that used for internal reporting purposes.

Operating segments are now reported in a manner that is consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision-maker has been identified as the Board of Aspire Mining Limited.

Adoption of new and revised Accounting Standards

In the half-year ended 31 December 2011, the consolidated entity has reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to its operations and effective for annual reporting periods beginning on or after 1 July 2011.

It has been determined by the consolidated entity that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on its business and, therefore, no change is necessary to consolidated entity accounting policies.

The consolidated entity has also reviewed all new Standards and Interpretations that have been issued but are not yet effective for the half-year ended 31 December 2011. As a result of this review the Directors have determined that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on its business and, therefore, no change necessary to consolidated entity accounting policies.

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

NOTE 2: LOSS BEFORE INCOME TAX EXPENSE

	Consolidated 31 December 2011 $	Consolidated 31 December 2010 $
The following revenue and expense items are relevant in explaining the financial performance for the half-year:		
Accountancy and audit fees	33,183	16,775
Consultants' fees	314,086	125,453
Directors' fees	354,892	201,225
Insurance	60,930	30,251
Legal fees	154,915	23,058
Media and marketing	135,035	-
Project evaluation	-	31,678
Rent	150,230	51,407
Travel and accommodation	276,824	69,371

NOTE 3: AVAILABLE FOR SALE ASSETS

	Consolidated 31 December 2011 $	Consolidated 30 June 2011 $
Available-for-sale investments carried at fair value :		
Listed shares	-	167,000
	-	**167,000**

The available-for-sale investments were realised in the period.

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

NOTE 4: EXPLORATION AND EVALUATION EXPENDITURE

	Consolidated 31 December 2011 $	Consolidated 30 June 2011 $
Costs carried forward in respect of areas of interest in the following phases:		
Exploration and evaluation phase – at cost		
Balance at beginning of the period	16,379,283	11,516,031
• Ovoot Coking Coal Project	5,208,143	5,173,384
• Nuramt	82,528	932,998
• Nuramt write-off	(82,528)	(932,998)
• Jilchigbulag	646,401	410,752
• Shanagan	-	259,192
• Shanagan write-off	-	(259,192)
• Zavkhan	3,629	235,424
• Windy Knob	-	87,405
• Windy Knob write-off	-	(910,706)
• Tuckanarra (sold)	-	(125,148)
• Black Tank Well (sold)	-	(7,859)
Total exploration expenditure	**22,237,456**	**16,379,283**
Exploration and evaluation phase – at cost		
• Ovoot Coking Coal Project	20,941,250	15,733,107
• Jilchigbulag	1,057,153	410,752
• Zavkhan	239,053	235,424
Total deferred exploration and evaluation expenditure	**22,237,456**	**16,379,283**

The recoupment of costs carried forward in relation to areas of interest in the exploration and evaluation phases is dependent upon the successful development and commercial exploitation or sale of the respective areas.

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

NOTE 5: ISSUED CAPITAL

	Consolidated 31 December 2011 $	Consolidated 30 June 2011 $
Ordinary shares		
Issued and fully paid	**70,413,846**	**39,156,503**

	No.	$
Movements in ordinary shares on issue		
At 1 July 2011	539,971,483	39,156,503
Shares issued on exercise of options	500,000	25,000
Transfers from Option premium reserve on exercise of options	-	3,707
Placements	80,123,073	32,861,056
Share issue costs	-	(1,632,420)
At 31 December 2011	**620,594,556**	**70,413,846**

NOTE 6: OPTIONS

	Consolidated 31 December 2011 $	Consolidated 30 June 2011 $
Options		
Class A options exercisable at 5 cents per option before 12 February 2015	713,182	716,889
Performance options exercisable at 5 cents per option before 12 February 2015	-	-
Options exercisable at 5 cents per option before 31 December 2012	125,721	125,721
Issued and fully paid	**838,903**	**842,610**

	No.	$
Movements in options on issue		
Class A options		
At 1 July 2011	96,686,842	716,889
Exercised	(500,000)	(3,707)
At 31 December 2011	**96,186,842**	**713,182**
Performance options		
At 1 July 2011	145,000,000	-
At 31 December 2011	**145,000,000**	**-**
Options		
At 1 July 2011	6,000,000	125,721
At 31 December 2011	**6,000,000**	**125,721**

NOTE 7: FINANCIAL ASSETS RESERVE

This reserve records fair value changes on available-for-sale financial assets. The available-for-sale assets were realised in the period.

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

NOTE 8: SEGMENT REPORTING

Segment information is presented in the interim financial statements in respect of the consolidated entity's geographical segments, which are the primary basis for segment reporting. The consolidated entity operates in a single business segment, namely natural resources exploration.

Segment results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly income earning assets, interest income, corporate assets and corporate expenses.

The consolidated entity operated in two distinct geographical segments, Australia and Mongolia. These segments were determined based on the location of the consolidated entity's assets.

Geographical segments

	Australia $	Mongolia $	Unallocated $	Total $
Consolidated				
31 December 2011				
Segment expenses	1,999,701	803,762	-	2,803,463
Segment result	(1,040,047)	(800,875)	-	(1,840,922)
Unallocated revenues and expenses				-
Loss from ordinary activities after related income tax expense				(1,840,922)
Segment assets	33,923,062	24,671,481	-	58,594,543
Segment liabilities	573,979	1,005,084	-	1,579,063

	Australia $	Mongolia $	Unallocated $	Total $
Consolidated				
31 December 2010				
Segment expenses	717,608	463,538	-	1,181,146
Segment result	(251,208)	(637,233)	-	(888,441)
Unallocated revenues and expenses				-
Loss from ordinary activities after related income tax expense				(888,441)
Segment assets	19,542,397	13,914,231	-	33,456,628
Segment liabilities	1,400,644	74,315	-	1,474,959

NOTE 9: CONTINGENT LIABILITIES

There has been no change in contingent liabilities since the last annual reporting date.

NOTE 10: EVENTS SUBSEQUENT TO REPORTING DATE

There have been no significant events subsequent to the reporting date requiring disclosure in this report.

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DIRECTORS' DECLARATION

In the opinion of the Directors of Aspire Mining Limited ('the company'):

1. The financial statements and notes thereto, as set out on pages 8 to 16, are in accordance with the Corporations Act 2001 including:

   a. complying with Accounting Standard AASB 134: Interim Financial Reporting and the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

   b. giving a true and fair view of the consolidated entity's financial position as at 31 December 2011 and of its performance for the half-year then ended.

2. there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

This declaration is signed in accordance with a resolution of the Board of Directors made pursuant to s.303 (5) of the Corporations Act 2001.

David Paull
Managing Director
14 March 2012

HLB Mann Judd
Accountants | Business and Financial Advisers

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INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Aspire Mining Limited

Report on the Condensed Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Aspire Mining Limited ("the company") which comprises the condensed statement of financial position as at 31 December 2011, the condensed statement of comprehensive income, condensed statement of changes in equity and condensed statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory notes and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

Directors' Responsibility for the Half-Year Financial Report

The directors of the company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such controls as the directors determine is necessary to enable the preparation of the half year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2011 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of the company, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

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Matters relating to the electronic presentation of the reviewed half-year financial report

This review report relates to the half-year financial report of the consolidated entity for the half-year ended 31 December 2011 included on the company's website. The company's directors are responsible for the integrity of the company's website. We have not been engaged to report on the integrity of this website. The review report refers only to the half-year financial report identified above. It does not provide an opinion on any other information which may have been hyperlinked to/from the half-year financial report. If users of the half-year financial report are concerned with the inherent risks arising from publication on a website they are advised to refer to the hard copy of the reviewed half-year financial report to confirm the information contained in this website version of the half-year financial report.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Aspire Mining Limited is not in accordance with the *Corporations Act 2001* including:

a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2011 and of its performance for the half-year ended on that date; and

b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

HLB Mann Judd

HLB MANN JUDD
Chartered Accountants

Perth, Western Australia
14 March 2012

W M CLARK
Partner