

# 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	3 January 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	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	David McSweeney ATF The McSweeney Family Trust  Brookman Resources Pty Ltd ATF The David McSweeney Superannuation Fund
Date of change	23 May 2013
No. of securities held prior to change	David McSweeney 400,000 Performance Rights  David McSweeney ATF The McSweeney Family Trust 8,783,962 Ordinary Shares 4,716,981 Class A Options 10,000,000 Performance Options  Brookman Resources Pty Ltd ATF The David McSweeney Superannuation Fund 5,000,000 Ordinary Shares

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<b>Class</b>	Ordinary Shares Performance Rights
<b>Number acquired</b>	200,000 Ordinary Shares
<b>Number disposed</b>	200,000 Performance Rights
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil
<b>No. of securities held after change</b>	<p>David McSweeney 200,000 Ordinary Shares 200,000 Performance Rights</p> <p>David McSweeney ATF The McSweeney Family Trust 8,783,962 Ordinary Shares 4,716,981 Class A Options 10,000,000 Performance Options</p> <p>Brookman Resources Pty Ltd ATF The David McSweeney Superannuation Fund 5,000,000 Ordinary Shares</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	Vesting and exercise of performance rights

**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>	

+ See chapter 19 for defined terms.

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**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>	No
<b>If so, was 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>	

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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	3 January 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
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	<p>Spectral Investments Pty Ltd &lt;The Lithgow Family Trust A/C&gt; (Neil Lithgow is a director of Spectral Investments Pty Ltd and a beneficiary of the Lithgow Family Trust)</p> <p>Red Island Resources Limited (Neil Lithgow is a director and Big Fish Nominees Pty Ltd is a shareholder of Red Island Resources Limited)</p> <p>Big Fish Nominees Pty Ltd (Neil Lithgow is a director and joint shareholder of Big Fish Nominees Limited)</p>
Date of change	23 May 2013

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<b>No. of securities held prior to change</b> Spectral Investments Pty Ltd <The Lithgow Family Trust A/C>	63,378,501 Ordinary Shares 29,000,000 Class A Options 400,000 Performance Rights
Red Island Resources Limited	100,000 Ordinary Shares 49,000,000 Class A Options 49,000,000 Performance Options
Big Fish Nominees Pty Ltd	36,000,000 Performance Options
<b>Class</b>	Ordinary Shares Performance Rights
<b>Number acquired</b>	200,000 Ordinary Shares
<b>Number disposed</b>	200,000 Performance Rights
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil
<b>No. of securities held after change</b> Spectral Investments Pty Ltd <The Lithgow Family Trust A/C>	63,578,501 Ordinary Shares 29,000,000 Class A Options 200,000 Performance Rights
Red Island Resources Limited	100,000 Ordinary Shares 49,000,000 Class A Options 49,000,000 Performance Options
Big Fish Nominees Pty Ltd	36,000,000 Performance Options
<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	Vesting and exercise of performance rights

**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	

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Interest after change	
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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.

<b>Name of entity</b>	<b>ASPIRE MINING LIMITED</b>
<b>ABN</b>	<b>46 122 417 243</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>	Hugh Andrew Jon Edwards
<b>Date of last notice</b>	3 January 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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Amanda Dale Edwards Spouse of the director
<b>Date of change</b>	23 May 2013
<b>No. of securities held prior to change</b>	Indirect 400,000 Performance Rights
<b>Class</b>	Ordinary Shares Performance Rights
<b>Number acquired</b>	200,000 Ordinary Shares
<b>Number disposed</b>	200,000 Performance Rights
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil
<b>No. of securities held after change</b>	Indirect 200,000 Performance Rights  200,000 Ordinary Shares

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<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	Vesting and exercise of performance rights
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#### 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>	No
<b>If so, was 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>	

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>ASPIRE MINING LIMITED</b>
<b>ABN</b>	<b>46 122 417 243</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>	Mark Read
<b>Date of last notice</b>	3 January 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> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
<b>Date of change</b>	23 May 2013
<b>No. of securities held prior to change</b>	400,000 Performance Rights
<b>Class</b>	Ordinary Shares Performance Rights
<b>Number acquired</b>	200,000 Ordinary Shares
<b>Number disposed</b>	200,000 Performance Rights
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil
<b>No. of securities held after change</b>	200,000 Performance Rights 200,000 Ordinary Shares
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Vesting and exercise of performance rights

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## 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> <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> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
<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>	No
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<b>If prior written clearance was provided, on what date was this provided?</b>	

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