

# 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</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>	Neil Lithgow
<b>Date of last notice</b>	26 June 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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Spectral Investments Pty Ltd <The Lithgow Family Trust A/C> (Neil Lithgow is a director of Spectral Investments Pty Ltd and a beneficiary of the Lithgow Family Trust)  Red Island Resources Limited (Neil Lithgow is a director and Big Fish Nominees Pty Ltd is a shareholder of Red Island Resources Limited)  Big Fish Nominees Pty Ltd (Neil Lithgow is a director and joint shareholder of Big Fish Nominees Limited)
<b>Date of change</b>	2, 3 and 6 August 2012

+ See chapter 19 for defined terms.

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<b>No. of securities held prior to change</b> Spectral Investments Pty Ltd <The Lithgow Family Trust A/C>	61,830,000 Ordinary Shares 29,000,000 Class A Options
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
<b>Number acquired</b>	850,000
<b>Number disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$94,067.74
<b>No. of securities held after change</b> Spectral Investments Pty Ltd <The Lithgow Family Trust A/C>	62,680,000 Ordinary Shares 29,000,000 Class A Options
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	On-market trades

**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>	

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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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