

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 Paull
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>	2Rs Pty Ltd <Paull Family Trust A/C> (David Paull is a director of 2Rs Pty Ltd and a beneficiary of the trust) Red Island Resources Limited (David Paull is a director and 2Rs Pty Ltd is a shareholder of Red Island Resources Limited)
Date of change	19 December 2014
No. of securities held prior to change	2Rs Pty Ltd 1,986,792 Ordinary Shares 943,396 Class A Options 20,000,000 Performance Options Red Island Resources Limited 100,000 Ordinary Shares 49,000,000 Class A Options 49,000,000 Performance Options

+ See chapter 19 for defined terms.

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Class	Ordinary shares
Number acquired	8,000,000
Number disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$206,000
No. of securities held after change	David Paull 1,000,000 Performance Rights 2Rs Pty Ltd 1,986,792 Ordinary Shares 943,396 Class A Options 20,000,000 Performance Options Red Island Resources Limited 8,100,000 Ordinary Shares 49,000,000 Class A Options 49,000,000 Performance Options
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 trade

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	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
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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