

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	Russell Lynton-Brown
Date of last notice	6 May 2009

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	<ol style="list-style-type: none"> 1. Direct 2. Indirect 3. Indirect 4. Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ol style="list-style-type: none"> 1. n/a 2. Husif Nominees Pty Ltd <RC Lynton-Brown Family A/c> - Russell Lynton-Brown is a director and controlling shareholder 3. Joanne Marie Lynton-Brown - spouse of Russell Lynton-Brown and an associate for this purpose 4. R Lynton-Brown & Rosemary Beek <R Lynton-Brown Super A/c> - Russell Lynton-Brown is a beneficiary
Date of change	1 February 2011
No. of securities held prior to change	<ol style="list-style-type: none"> 1. 80,001 ordinary shares 2. 4,080,000 ordinary shares 3. 40,000 ordinary shares 4. 40,000 ordinary shares
Class	Ordinary shares

+ See chapter 19 for defined terms.

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Number acquired	
Number disposed	2,000,000
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$1,206,800
No. of securities held after change	1. 80,001 ordinary shares 2. 2,080,000 ordinary shares 3. 40,000 ordinary shares 4. 40,000 ordinary shares
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>	On market sale

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	

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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