

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	Neil Lithgow
Date of last notice	3 July 2017

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	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)
Date of change	24 August 2017
No. of securities held prior to change Spectral Investments Pty Ltd <The Lithgow Family Trust A/C>	184,611,834 Ordinary Shares
Class	Ordinary Shares Options
Number acquired	10,000,000 Ordinary Shares 10,000,000 Options
Number disposed	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$200,000 – Issued in satisfaction of the obligation to pay the principal due pursuant to a loan facility.

+ See chapter 19 for defined terms.

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No. of securities held after change Spectral Investments Pty Ltd <The Lithgow Family Trust A/C>	194,611,834 Ordinary Shares 10,000,000 Options
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issued in satisfaction of the obligation to pay the principal due pursuant to a loan facility. Refer to resolution 5 set out in the Notice of Meeting dated 23 June 2017 and approved at the General Meeting held on 26 July 2017

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 Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
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 – N/A
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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