

11 July 2014

Company Announcements Office  
Australian Securities Exchange  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam

**Appendix 3Y**

Please find attached Appendix 3Y noting changes in director's holdings for Mr. Andrew Viner.

Yours sincerely  
**Alloy Resources Limited**

**Kevin Hart**  
Company Secretary

**Alloy**  
**RESOURCES LIMITED**

ABN 20 109 361 195

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# 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 30/09/01 Amended 01/01/11

<b>Name of entity: Alloy Resources Limited</b>
<b>ABN: 20 109 361 195</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>	Andrew Viner
<b>Date of last notice</b>	29 November 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 & Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	a) Western Discovery Pty Ltd <ATF Viner Super Fund A/C> b) Western Discovery Pty Ltd <ATF The Viner Trust>
<b>Date of change</b>	10 July 2014

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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<b>No. of securities held prior to change</b>	<p>Indirect</p> <p>a) 16,837,241 Fully paid ordinary shares</p> <p>b) 2,625,000 Fully paid ordinary shares</p> <p>Direct</p> <ul style="list-style-type: none"> <li>• 3,500,000 Unlisted director options exercisable by payment of 4.5 cents each expiring 30 August 2015.</li> <li>• 5,000,000 Unlisted director options exercisable by payment of 1.5 cents each expiring 30 November 2016</li> <li>• 1,166,666 Performance Rights vest equally over 3 years from the grant date and expire 4 years from the commencement date being 21 June 2015. Mr. A. Viner must be an executive director at each vesting date for the performance rights to vest and become exercisable.</li> </ul>
<b>Class</b>	Fully paid ordinary shares
<b>Number acquired</b>	500,000
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$4,500

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## Appendix 3Y

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<b>No. of securities held after change</b>	<p>Indirect</p> <p>a) 17,337,241 Fully paid ordinary shares</p> <p>b) 2,625,000 Fully paid ordinary shares</p> <p>Direct</p> <ul style="list-style-type: none"> <li>• 3,500,000 Unlisted director options exercisable by payment of 4.5 cents each expiring 30 August 2015.</li> <li>• 5,000,000 Unlisted director options exercisable by payment of 1.5 cents each expiring 30 November 2016</li> <li>• 1,166,666 Performance Rights vest equally over 3 years from the grant date and expire 4 years from the commencement date being 21 June 2015. Mr. A. Viner must be an executive director at each vesting date for the performance rights to vest and become exercisable.</li> </ul>
<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 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A

+ See chapter 19 for defined terms.

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

#### Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

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<sup>+</sup> See chapter 19 for defined terms.