Rule 3.19A.2

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	13 July 2018

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.	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) Paulkiner Pty Ltd <Paulkiner Super Fund A/C> (David Paull is a director and a shareholder of Paulkiner Pty Ltd and a member of the fund)
Date of change	15 August 2018

+ See chapter 19 for defined terms.

No. of securities held prior to change	2Rs Pty Ltd 24,736,791 Ordinary Shares 1,145,833 Listed Options 500,000 Unlisted Options 45,833,333 Performance Rights Red Island Resources Limited 8,350,000 Ordinary Shares Paulkiner Pty Ltd 916,000 Ordinary Shares 500,000 Unlisted Options
Class	Ordinary Shares Unlisted Options
Number acquired	400,000 Ordinary Shares issued on exercise of Unlisted Options
Number disposed	500,000 Unlisted Options registered to 2Rs Pty Ltd expired without exercise. 100,000 Unlisted Options registered to Paulkiner Pty Ltd expired without exercise.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	2.5 cents per Ordinary Share
No. of securities held after change	2Rs Pty Ltd 24,736,791 Ordinary Shares 1,145,833 Listed Options 45,833,333 Performance Rights Red Island Resources Limited 8,350,000 Ordinary Shares Paulkiner Pty Ltd 1,316,000 Ordinary Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of Ordinary Shares on exercise of Unlisted Options and cancellation of balance of Unlisted Options not exercised on or before the 14 August 2018 expiry date.

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?	

+ See chapter 19 for defined terms.