

11 December 2014

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

Dear Sir/Madam

**Appendices 3Y's**

Please find attached:

- Appendix 3Y noting changes in director's holdings for Mr. Andrew Viner.
- Appendix 3Y noting changes in director's holdings for Mr. Andre Marshke

Yours sincerely  
**Alloy Resources Limited**

**Kevin Hart**  
Company Secretary

**Alloy**  
**RESOURCES LIMITED**

ABN 20 109 361 195

Suite 6, 7 The Esplanade Mt Pleasant  
WA 6153 Australia

Tel: 618 9316 9100  
Fax: 618 9315 5475  
Email: [info@alloyres.com](mailto:info@alloyres.com)

# 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>	7 October 2014

### 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>	<b>Direct &amp; Indirect</b>
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	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>	11 December 2014
<b>No. of securities held prior to change</b>	Indirect a) 17,337,241 Fully paid ordinary shares b) 3,791,666 Fully paid ordinary shares  Direct • 3,500,000 Unlisted director options exercisable by payment of 4.5 cents each expiring 30 August 2015. • 5,000,000 Unlisted director options exercisable by payment of 1.5 cents each expiring 30 November 2016
<b>Class</b>	Fully paid ordinary shares

---

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

Number acquired	500,000
Number disposed	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$0.008
No. of securities held after change	Indirect a) 17,837,241 Fully paid ordinary shares b) 3,791,666 Fully paid ordinary shares  Direct <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> </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.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	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

+ See chapter 19 for defined terms.

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

---

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

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

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

---

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

# 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>	Andre Marschke
<b>Date of last notice</b>	4 December 2014

### 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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	(a) Scintilla Strategic Investments Limited (b) Scintilla Capital Pty Ltd (c) Techinvest Holdings Pty Ltd <ANM a/c> (d) Scintilla Asset Management Limited
<b>Date of change</b>	11 December 2014
<b>No. of securities held prior to change</b>	Indirect a) 17,700,000 ordinary fully paid shares b) 2,400,000 ordinary fully paid shares c) 1,200,000 ordinary fully paid shares d) 2,000,000 unlisted options exercisable at 1.6c expiring on 30.11.2017
<b>Class</b>	Ordinary fully paid shares

---

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

---

Number acquired	225,000
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.008 per share
No. of securities held after change	Indirect (a) 17,925,000 ordinary fully paid shares (b) 2,400,000 ordinary fully paid shares (c) 1,200,000 ordinary fully paid shares (d) 2,000,000 unlisted options exercisable at 1.6c expiring on 30.11.2017
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 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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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>	N/A
Interest acquired	N/A
Interest disposed	N/A

---

+ See chapter 19 for defined terms.

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

---

<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**

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

---

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