

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	Mining Group Limited
ABN	73 149 230 811

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	Zeffron Reeves
Date of last notice	28 May 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	The securities are held by Zeffron Reeves as trustee for the Palin Trust. Mr Reeves is a beneficiary of the Palin Trust. The securities are held by Pandion Minerals Pty Ltd. Mr Reeves is a director and shareholder of Pandion Minerals Pty Ltd.
Date of change	18 October 2013

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<p><i>Direct</i></p> <p>Nil</p> <p><i>Indirect</i></p> <p>840,975 Shares¹</p> <p>1,127,500 Listed Options exercisable at \$0.20 each on or before 1 July 2014.¹</p> <p>2,750,000 Class J Options³ (Unlisted) exercisable at \$0.20 each on or before 1 July 2015¹</p> <p>186,884 Listed Options exercisable at \$0.05 each on or before 30 June 2015¹</p> <p>1,000,000 Class J Options³ (Unlisted) exercisable at \$0.20 each on or before 1 July 2015²</p> <p>500,000 options exercisable at \$0.20 each on or before 1 July 2014²</p> <p>1. Held by Zeffron Reeves as trustee for the Palin Trust. Mr Reeves is a beneficiary of the Trust.</p> <p>2. Held by Pandion Minerals Pty Ltd. Mr Reeves is a director and shareholder of Pandion Minerals Pty Ltd.</p> <p>3. Class J Options are subject to various performance based vesting criteria.</p>
Class	<p>Unlisted Options exercisable at \$0.034 on or before 17 October 2016.</p> <p>Unlisted Options exercisable at \$0.037 on or before 19 October 2017.</p>
Number acquired	<p>4,000,000 Unlisted Options exercisable at \$0.034 on or before 17 October 2016.</p> <p>5,000,000 Unlisted Options exercisable at \$0.037 on or before 19 October 2017.</p>
Number disposed	<p>Nil</p>

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<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Nil (issued pursuant to shareholder approval on 18 October 2013 as incentive options).</p>
<p>No. of securities held after change</p>	<p><i>Direct</i></p> <p>Nil</p> <p><i>Indirect</i></p> <p>840,975 Shares¹</p> <p>1,127,500 Listed Options exercisable at \$0.20 each on or before 1 July 2014¹.</p> <p>2,750,000 Class J Options³ (Unlisted) exercisable at \$0.20 each on or before 1 July 2015¹.</p> <p>186,884 Listed Options exercisable at \$0.05 each on or before 30 June 2015¹.</p> <p>1,000,000 Class J Options³ (Unlisted) exercisable at \$0.20 each on or before 1 July 2015².</p> <p>500,000 options exercisable at \$0.20 each on or before 1 July 2014².</p> <p>4,000,000 Unlisted Options exercisable at \$0.034 on or before 17 October 2016¹.</p> <p>5,000,000 Unlisted Options exercisable at \$0.037 on or before 19 October 2017².</p> <p>1. Held by Zeffron Reeves as trustee for the Palin Trust. Mr Reeves is a beneficiary of the Trust.</p> <p>2. Held by Pandion Minerals Pty Ltd. Mr Reeves is a director and shareholder of Pandion Minerals Pty Ltd.</p> <p>3. Class J Options are subject to various performance based vesting criteria.</p>

+ See chapter 19 for defined terms.

<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Issued as incentive options pursuant to shareholder approval on 18 October 2013.</p>
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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	
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
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

⁺ See chapter 19 for defined terms.

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Introduced 30/9/2001.

Name of entity	Mining Group Limited
ABN	73 149 230 811

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	Winton Willesee
Date of last notice	28 May 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	The securities are held by Azalea Family Holdings Pty Ltd as trustee for the Britt and Winton Willesee Family Trust. Winton Willesee is a director of Azalea Family Holdings Pty Ltd and a beneficiary of the trust.
Date of change	18 October 2013
No. of securities held prior to change	540,000 fully paid ordinary shares. 537,500 Listed Options exercisable at 20 cents each on or before 1 July 2014. 120,000 Listed Options exercisable at \$0.05 each on or before 30 June 2015.
Class	Unlisted Options exercisable at \$0.034 on or before 17 October 2016. Unlisted Options exercisable at \$0.037 on or before 19 October 2017.

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Number acquired	2,000,000 Unlisted Options exercisable at \$0.034 on or before 17 October 2016. 2,500,000 Unlisted Options exercisable at \$0.037 on or before 19 October 2017.
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil (issued pursuant to shareholder approval on 18 October 2013 as incentive options).
No. of securities held after change	<i>Direct</i> Nil <i>Indirect</i> 540,000 fully paid ordinary shares ¹ . 537,500 Listed Options exercisable at 20 cents each on or before 1 July 2014 ¹ . 120,000 Listed Options exercisable at \$0.05 each on or before 30 June 2015 ¹ . 2,000,000 Unlisted Options exercisable at \$0.034 on or before 17 October 2016 ¹ . 2,500,000 Unlisted Options exercisable at \$0.037 on or before 19 October 2017 ¹ . 1. Held by Azalea Family Holdings Pty Ltd as trustee for the Britt and Winton Willesee Family Trust. Mr Willesee is a director of Azalea Family Holdings Pty Ltd and a beneficiary of the trust.
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 as incentive options pursuant to shareholder approval on 18 October 2013.

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	

+ See chapter 19 for defined terms.

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 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

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Introduced 30/9/2001.

Name of entity	Mining Group Limited
ABN	73 149 230 811

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	Colin Johnstone
Date of last notice	28 May 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<p>The shares are held by Colin Thomas Johnstone and Jennifer Dawn Johnstone as joint trustees for the CobbandCo4 Family Super Fund.</p> <p>Mr Johnstone is a beneficiary of the CobbandCo4 Family Super Fund.</p>
Date of change	18 October 2013

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<p><i>Direct</i></p> <p>500,000 Class I Options exercisable at \$0.45 each on or before 15 July 2014.</p> <p><i>Indirect</i></p> <p>1,879,911 Shares¹</p> <p>250,000 Listed Options exercisable at \$0.20 each on or before 1 July 2014²</p> <p>417,758 Listed Options exercisable at \$0.05 each on or before 30 June 2015¹</p> <p>1. Held by Equitas Nominees Pty Limited on behalf of Colin Johnstone & Jennifer Johnstone as joint trustees for the CobbandCo4 Family Super Fund. Mr Johnstone is a beneficiary of the fund.</p> <p>2. Held by Colin Johnstone & Jennifer Johnstone as joint trustees for the CobbandCo4 Family Super Fund. Mr Johnstone is a beneficiary of the fund</p>
<p>Class</p>	<p>Unlisted Options exercisable at \$0.034 on or before 17 October 2016.</p> <p>Unlisted Options exercisable at \$0.037 on or before 19 October 2017.</p>
<p>Number acquired</p>	<p>2,000,000 Unlisted Options exercisable at \$0.034 on or before 17 October 2016.</p> <p>2,500,000 Unlisted Options exercisable at \$0.037 on or before 19 October 2017.</p>
<p>Number disposed</p>	<p>Nil</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Nil (issued pursuant to shareholder approval on 18 October 2013 as incentive options).</p>

+ See chapter 19 for defined terms.

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No. of securities held after change	<p><i>Direct</i></p> <p>500,000 Class I Options exercisable at \$0.45 each on or before 15 July 2014.</p> <p><i>Indirect</i></p> <p>1,879,911 Shares¹</p> <p>250,000 Listed Options exercisable at \$0.20 each on or before 1 July 2014²</p> <p>417,758 Listed Options exercisable at \$0.05 each on or before 30 June 2015¹</p> <p>2,000,000 Unlisted Options exercisable at \$0.034 on or before 17 October 2016².</p> <p>2,500,000 Unlisted Options exercisable at \$0.037 on or before 19 October 2017².</p> <p>1. Held by Equitas Nominees Pty Limited on behalf of Colin Johnstone & Jennifer Johnstone as joint trustees for the CobbandCo4 Family Super Fund. Mr Johnstone is a beneficiary of the fund.</p> <p>2. Held by Colin Johnstone & Jennifer Johnstone as joint trustees for the CobbandCo4 Family Super Fund. Mr Johnstone is a beneficiary of the fund</p>
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 as incentive options pursuant to shareholder approval on 18 October 2013.

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	
Name of registered holder (if issued securities)	

+ See chapter 19 for defined terms.

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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 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

+ See chapter 19 for defined terms.