

## ASX ANNOUNCEMENT



**RELEASE DATE:** 14 August 2009

**TO:** Manager Companies  
Australian Securities Exchange  
Company Announcements Office

**CONTACT:** Lexton Graefe (08 9 322 8393)

**RE:** Appendices 3Ys & Form 604

**PAGES:** 1 of 7

Shield Mining Limited  
ACN 108 267 063

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West Perth, WA 6005  
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Fax: +61 (8) 9322 5444  
Web: [www.shieldmining.com](http://www.shieldmining.com)  
Email: [info@shieldmining.com](mailto:info@shieldmining.com)

Dear Sir/ Madam

Please see the attached Appendices 3Ys for both Robert Cornelius and David Netherway and a Form 604 for Alexander Burns.

**CONTACT:**  
David Netherway  
Chief Executive Officer/Managing Director  
Shield Mining Limited  
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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 30/9/2001.

<b>Name of entity</b>	Shield Mining Limited
<b>ABN</b>	62 108 267 063

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>	David G Netherway
<b>Date of last notice</b>	4 August 2008

### 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*

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Holding through Nominee Company:  Zero Nominees Pty Ltd
<b>Date of change</b>	13 August 2009
<b>No. of securities held prior to change</b>	3,813,561 fully paid ordinary shares  1,250,000 options exercisable at \$0.40 each, on or before 30 June 2011 held by David G Netherway
<b>Class</b>	Fully paid ordinary shares
<b>Number acquired</b>	Purchase of 1,271,187 fully paid ordinary shares at \$0.10 each attached with  1,271,187 options at \$0.20 each expiring on 31 August 009
<b>Number disposed</b>	Nil

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+ 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 estimated valuation	Fully paid ordinary shares purchase at \$106,052.  Free unlisted options attached to equal number of shares purchased
<b>No. of securities held after change</b>	5,084,748 fully paid ordinary shares  1,250,000 options exercisable at \$0.40 each, on or before 30 June 2011 held by David G Netherway  1,271,187 options exercisable at \$0.20 each, on or before 31 August 2011 held by Zero Nominees Pty Ltd
<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	Purchase of shares via Rights Issue

**Part 2 – Change of director's interests in contracts**

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<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	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

+ See chapter 19 for defined terms.

# Appendix 3Y

## Change of Director's Interest Notice

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Introduced 30/9/2001.

<b>Name of entity</b>	Shield Mining Limited
<b>ABN</b>	62 108 267 063

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>	Robert John Cornelius
<b>Date of last notice</b>	31 July 2008

### 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*

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Robert John Cornelius
<b>Date of change</b>	13 August 2009
<b>No. of securities held prior to change</b>	440,000 fully paid ordinary shares  125,000 options exercisable at \$0.40 each, on or before 30 June 2011 held by Robert John Cornelius
<b>Class</b>	Fully paid ordinary shares
<b>Number acquired</b>	Purchase of 100,000 fully paid ordinary shares at \$0.10 each; with  100,000 unlisted options attached with an exercise price of \$0.20 each expiring on 31 August 2011
<b>Number disposed</b>	Nil

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Fully paid ordinary shares purchase at \$10,000.
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+ See chapter 19 for defined terms.

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

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No. of securities held after change	540,000 fully paid ordinary shares  125,000 options exercisable at \$0.40 each, on or before 30 June 2011 held by Robert John Cornelius  100,000 options exercisable at \$0.20 each, on or before 31 August 2011 held by Robert John Cornelius
<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	Purchase via Rights Issue

**Part 2 – Change of director's interests in contracts**

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
<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	
Interest acquired	
Interest disposed	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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+ See chapter 19 for defined terms.

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme **Shield Mining Limited**

ACN/ARSN/ABN

**108 267 063**

### 1. Details of substantial holder(1)

Name **Alexander S Burns**  
ACN/ARSN (if applicable) **N.A**

There was a change in the interests of the substantial holder on

**13 August 2009**

The previous notice was given to the company on

**4 August 2008**

The previous notice was dated

**4 August 2008**

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares	3,933,238	7.58%	3,933,238	5.37%

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
13 August 2009	Ritley Holdings Pty Ltd	Dilution due to Rights Issue & Placement	N.A	347,521 ORD	347,521
13 August 2009	Alexander Stuart Burns	Dilution due to Rights Issue & Placement	N.A	1,200,042 ORD	1,200,042
13 August 2009	Alexander Stuart Burns ATF <ASLI Trust>	Dilution due to Rights Issue & Placement	N.A	550,000 ORD	550,000
13 August 2009	Elizabeth Burns & Alexander Stuart Burns ATF <Rose-Burns Super Fund A/c>	Dilution due to Rights Issue & Placement	N.A	1,800,000 ORD	1,800,000
13 August 2009	Elizabeth Burns & Alexander Stuart Burns	Dilution due to Rights Issue & Placement	N.A	35,675 ORD	35,675

### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant Interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Ritley Holdings Pty Ltd	Ritley Holdings Pty Ltd	Ritley Holdings Pty Ltd	Indirect	347,521 ORD	347,521
Alexander Stuart Burns	Alexander Stuart Burns	Alexander Stuart Burns	Direct	1,200,042 ORD	1,200,042
Alexander Stuart Burns ATF <ASLI Trust>	Alexander Stuart Burns ATF <ASLI Trust>	Alexander Stuart Burns ATF <ASLI Trust>	Indirect	550,000 ORD	550,000
Elizabeth Burns & Alexander Stuart Burns ATF <Rose-Burns Super Fund A/c>	Elizabeth Burns & Alexander Stuart Burns ATF <Rose-Burns Super Fund A/c>	Elizabeth Burns & Alexander Stuart Burns ATF <Rose-Burns Super Fund A/c>	Indirect	1,800,000 ORD	1,800,000
Elizabeth Burns & Alexander Stuart Burns	Elizabeth Burns & Alexander Stuart Burns	Elizabeth Burns & Alexander Stuart Burns	Indirect	35,675 ORD	35,675

### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Ritley Holdings Pty Ltd	Director and shareholder of company
Alexander Stuart Burns	Self
Alexander Stuart Burns ATF <ASLI Trust>	Trust Fund
Elizabeth Burns & Alexander Stuart Burns ATF <Rose-Burns Super Fund A/c>	Trust Fund
Elizabeth Burns & Alexander Stuart Burns	Spouse

### 6. Addresses

The addresses of persons named in this form are:

Name	Address
Ritley Holdings Pty Ltd	PO Box 1567, West Perth, WA 6872
Alexander Stuart Burns	680 Murray Street, West Perth, WA 6005
Alexander Stuart Burns ATF <ASLI Trust>	680 Murray Street, West Perth, WA 6005
Elizabeth Burns & Alexander Stuart Burns ATF <Rose-Burns Super Fund A/c>	48 Melvista Avenue, Dalkeith, WA 6009
Elizabeth Burns & Alexander Stuart Burns	PO Box 1567, West Perth, WA 6872

### Signature

print name Alexander Stuart Burns

capacity Substantial Shareholder

sign here

date 14 August 2009

### DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
  - (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
  - (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
  - (4) The voting shares of a company constitute one class unless divided into separate classes.
  - (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
  - (6) Include details of:
    - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
    - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
  - (8) If the substantial holder is unable to determine the identify of the person (eg. if the relevant interest arises because of an option) write "unknown".
  - (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.