

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Aspire Mining Limited

ACN/ARSN 122 417 243

1. Details of substantial holder (1)

Name Tserenpuntsag Tserendamba
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 06/12/2018

The previous notice was given to the company on 30/05/2018

The previous notice was dated 30/05/2018

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)
Ordinary Shares	407,382,578	16.10%	914,534,573	27.49%

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
30/05/2018	Tserenpuntsag Tserendamba	On market purchase	\$13,447.87	747,104 Ordinary Shares	747,104
30/05/2018	Tserenpuntsag Tserendamba	On market sale	\$-85,447.87	(4,747,104) Ordinary Shares	-4,747,104
31/05/2018	Tserenpuntsag Tserendamba	On market purchase	\$36,000.00	2,000,000 Ordinary Shares	2,000,000
04/06/2018	Tserenpuntsag Tserendamba	On market sale	\$-38,000.00	(2,000,000) Ordinary Shares	-2,000,000
04/06/2018	Tserenpuntsag Tserendamba	On market sale	\$-38,000.00	(2,000,000) Ordinary Shares	-2,000,000
04/06/2018	Tserenpuntsag Tserendamba	On market sale	\$-38,000.00	(2,000,000) Ordinary Shares	-2,000,000
04/06/2018	Tserenpuntsag Tserendamba	On market purchase	\$8,806.03	489,224 Ordinary Shares	489,224
05/06/2018	Tserenpuntsag Tserendamba	On market purchase	\$0.018	1 Ordinary Shares	1
06/06/2018	Tserenpuntsag Tserendamba	On market purchase	\$1,532.43	85,135 Ordinary Shares	85,135
06/06/2018	Tserenpuntsag Tserendamba	On market purchase	\$40,000.00	2,000,000 Ordinary Shares	2,000,000
06/06/2018	Tserenpuntsag Tserendamba	On market purchase	\$40,000.00	2,000,000 Ordinary Shares	2,000,000
07/06/2018	Tserenpuntsag Tserendamba	On market purchase	\$0.018	1 Ordinary Shares	1
11/06/2018	Tserenpuntsag Tserendamba	On market sale	\$-46,000.00	(2,000,000) Ordinary Shares	-2,000,000
12/07/2018	Tserenpuntsag Tserendamba	Off market purchase	\$438,384.42	23,072,864 Ordinary Shares	23,072,864
24/08/2018	Tserenpuntsag Tserendamba	On market purchase	\$2,804.91	147,627 Ordinary Shares	147,627
16/10/2018	Tserenpuntsag Tserendamba	On market purchase	\$20,000.00	1,000,000 Ordinary Shares	1,000,000
19/10/2018	Tserenpuntsag Tserendamba	On market purchase	\$41,414.12	1,972,101 Ordinary Shares	1,972,101
22/10/2018	Tserenpuntsag Tserendamba	On market purchase	\$61,466.35	3,027,899 Ordinary Shares	3,027,899
24/10/2018	Tserenpuntsag Tserendamba	On market purchase	\$11,843.98	592,199 Ordinary Shares	592,199
25/10/2018	Tserenpuntsag Tserendamba	On market purchase	\$22,687.18	1,134,359 Ordinary Shares	1,134,359
26/10/2018	Tserenpuntsag Tserendamba	On market purchase	\$5,468.84	273,442 Ordinary Shares	273,442
29/10/2018	Tserenpuntsag Tserendamba	On market purchase	\$9,600.00	480,000 Ordinary Shares	480,000
30/10/2018	Tserenpuntsag Tserendamba	On market purchase	\$42,000.00	2,000,000 Ordinary Shares	2,000,000
13/11/2018	Tserenpuntsag Tserendamba	On market purchase	\$10,400.00	520,000 Ordinary Shares	520,000
22/11/2018	Tserenpuntsag Tserendamba	On market purchase	\$9,748.90	513,100 Ordinary Shares	513,100
23/11/2018	Tserenpuntsag Tserendamba	On market purchase	\$5,038.57	265,188 Ordinary Shares	265,188
26/11/2018	Tserenpuntsag Tserendamba	On market purchase	\$4,212.53	221,712 Ordinary Shares	221,712
04/12/2018	Tserenpuntsag Tserendamba	On market purchase	\$0.07	4 Ordinary Shares	4
05/12/2018	Tserenpuntsag Tserendamba	On market purchase	\$6,015.69	334,205 Ordinary Shares	334,205
06/12/2018	Tserenpuntsag Tserendamba	On market purchase	\$7,965.09	465,795 Ordinary Shares	465,795
06/12/2018	Tserenpuntsag Tserendamba	Placement	\$10,000,000.00	476,190,476 Ordinary Shares	476,190,476
04/01/2019	Tserenpuntsag Tserendamba	On market purchase	\$633.33	33,333 Ordinary Shares	33,333

04/01/2019	Tserenpuntsag Tserendamba	On market purchase	\$633.33	33 333 Ordinary Shares	33,333
04/01/2019	Tserenpuntsag Tserendamba	On market purchase	\$377.06	19 845 Ordinary Shares	19,845
04/01/2019	Tserenpuntsag Tserendamba	On market purchase	\$633.33	33 333 Ordinary Shares	33,333
06/01/2019	Tserenpuntsag Tserendamba	On market purchase	\$256.27	13 488 Ordinary Shares	13,488
06/01/2019	Tserenpuntsag Tserendamba	On market purchase	\$633.33	33 333 Ordinary Shares	33,333
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06/01/2019	Tserenpuntsag Tserendamba	On market purchase	\$633.33	33 333 Ordinary Shares	33,333
06/01/2019	Tserenpuntsag Tserendamba	On market purchase	\$474.51	24 974 Ordinary Shares	24,974
07/01/2019	Tserenpuntsag Tserendamba	On market purchase	\$158.82	8 359 Ordinary Shares	8,359
08/03/2019	Tserenpuntsag Tserendamba	Transfer between indirect interests	n/a	(123,228,921) Ordinary Shares	n/a
08/03/2019	Tserenpuntsag Tserendamba	Transfer between indirect interests	n/a	123,228,921 Ordinary Shares	n/a
13/03/2019	Tserenpuntsag Tserendamba	Transfer between indirect interests	n/a	(107,707,322) Ordinary Shares	n/a
13/03/2019	Tserenpuntsag Tserendamba	Transfer between indirect interests	n/a	107,707,322 Ordinary Shares	n/a

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
Tserenpuntsag Tserendamba	Tserenpuntsag Tserendamba	Tserenpuntsag Tserendamba	Direct	476,190,476 Ordinary Shares	476,190,476
Tserenpuntsag Tserendamba	MICC LLC	Tserenpuntsag Tserendamba	By reason of controlling the exercise of the voting rights attaching to, and the exercise of the power to dispose of, the Ordinary Shares pursuant to section 608(1)(b) and (c) of the Corporations Act 2001 (Cth).	438,344,097 Ordinary Shares	438,344,097

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
N/A	

6. Addresses

The addresses of persons named in this form are:

Name	Address
Tserenpuntsag Tserendamba	#503, Building A2/2, Green Villa, 11 th Khoroo, Khan-Uul District, Ulaanbaatar, Mongolia

Signature

print name Tserenpuntsag Tserendamba capacity Substantial Holder

sign here



date

03.28.19

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.
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