

# 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</b> | <b>EVOLUTION MINING LIMITED</b> |
| <b>ABN</b>            | <b>74 084 669 036</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>    | Jacob Klein |
| <b>Date of last notice</b> | N/A         |

### 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><br>Note: Provide details of the circumstances giving rise to the relevant interest. | An interest in fully paid ordinary shares held by D Klein (" <b>Spouse</b> ");<br><br>An interest in unlisted options over unissued fully paid ordinary shares (" <b>Unlisted Options</b> ") held by the trustee of the option trust of Conquest Mining Limited, Trinity Management Pty Ltd (" <b>Trustee</b> ");<br><br>An interest in fully paid ordinary shares held by the Trustee of the Company's Option Trust;<br><br>An interest in unlisted options held by Spouse |
| <b>Date of change</b>                                                                                                                                | 17 and 18 November 2011                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>No. of securities held prior to change</b>                                                                                                        | 5,255,247 fully paid ordinary shares (675,000 held by Spouse and 4,580,247 held by the Trustee)                                                                                                                                                                                                                                                                                                                                                                             |
| <b>Class</b>                                                                                                                                         | Fully paid ordinary shares<br>Unlisted Options                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Number acquired</b>                                                                                                                               | 119,117 fully paid ordinary shares<br>5,277,436 Unlisted Options (4,677,436 held by Trustee and 600,00 held by Spouse)                                                                                                                                                                                                                                                                                                                                                      |

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+ See chapter 19 for defined terms.

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|                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                               |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Number disposed</b>                                                                                                                                                      | Nil                                                                                                                                                                                                                                                                                                                                           |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | <p>The 119,117 fully paid ordinary shares were purchased for \$172,719.65</p> <p>The 5,277,436 Unlisted Options were issued as consideration for the cancellation of 17,591,452 unlisted options over unissued fully paid ordinary shares in Conquest which the Trustee and Spouse held on behalf of Mr Klein (“<b>Conquest Options</b>”)</p> |
| <b>No. of securities held after change</b>                                                                                                                                  | <p>5,374,364 fully paid ordinary shares (794,117 held by Spouse and 4,580,247 held by the Trustee)</p> <p>5,277,436 Unlisted Options (4,677,436 held by the Trustee and 600,00 held by Spouse)</p>                                                                                                                                            |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | <p>The 119,117 fully paid ordinary shares were subscribed for under the institutional component of the accelerated renounceable entitlement offer announced by Evolution Mining Limited on 9 November 2011</p> <p>The 5,277,436 Unlisted Options were issued as consideration for the cancellation of the Conquest Options</p>                |

## 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.

|                                                                                                                                                                              |     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                                                                                                                                    | N/A |
| <b>Nature of interest</b>                                                                                                                                                    | N/A |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                      | N/A |
| <b>Date of change</b>                                                                                                                                                        | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| <b>Interest acquired</b>                                                                                                                                                     | N/A |
| <b>Interest disposed</b>                                                                                                                                                     | N/A |

+ See chapter 19 for defined terms.

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

**Part 3 – +Closed period**

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

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Introduced 30/09/01 Amended 01/01/11

|                       |                                 |
|-----------------------|---------------------------------|
| <b>Name of entity</b> | <b>EVOLUTION MINING LIMITED</b> |
| <b>ABN</b>            | <b>74 084 669 036</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>    | James Askew |
| <b>Date of last notice</b> | N/A         |

### 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><br>Note: Provide details of the circumstances giving rise to the relevant interest. | An interest in unlisted listed options over unissued fully paid ordinary shares (" <b>Unlisted Options</b> ") held by the trustee of the option share trust of Conquest Mining Limited (" <b>Conquest</b> "), Trinity Management Pty Ltd (" <b>Trustee</b> ") |
| <b>Date of change</b>                                                                                                                                | 17 November 2011                                                                                                                                                                                                                                              |
| <b>No. of securities held prior to change</b>                                                                                                        | 484,097 fully paid ordinary shares (60,000 held by Australian Mining and Finance Pty Ltd and 424,097 held by the Trustee)                                                                                                                                     |
| <b>Class</b>                                                                                                                                         | Fully paid ordinary shares                                                                                                                                                                                                                                    |
| <b>Number acquired</b>                                                                                                                               | 488,651 Unlisted Options                                                                                                                                                                                                                                      |
| <b>Number disposed</b>                                                                                                                               | Nil                                                                                                                                                                                                                                                           |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                            | The 488,651 Unlisted Options were issued as consideration for the cancellation of 1,628,837 unlisted options over unissued fully paid ordinary shares in Conquest which the Trustee held on behalf of Mr Askew (" <b>Conquest Options</b> ")                  |

+ See chapter 19 for defined terms.

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### Change of Director's Interest Notice

|                                                                                                                                                                             |                                                                                                                                                                                 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>No. of securities held after change</b>                                                                                                                                  | 484,097 fully paid ordinary shares (60,000 held by Australian Mining and Finance Pty Ltd and 424,097 held by the Trustee)<br><br>488,651 Unlisted Options (held by the Trustee) |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | The 488,651 Unlisted Options were issued as consideration for the cancellation of the Conquest Options                                                                          |

## 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.

|                                                                                                                                                                              |     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                                                                                                                                    | N/A |
| <b>Nature of interest</b>                                                                                                                                                    | N/A |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                      | N/A |
| <b>Date of change</b>                                                                                                                                                        | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| <b>Interest acquired</b>                                                                                                                                                     | N/A |
| <b>Interest disposed</b>                                                                                                                                                     | N/A |
| <b>Value/Consideration</b><br>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

|                                                                                                                                                               |    |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|----|
| <b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b> | No |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|----|

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

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|                                                                                               |     |
|-----------------------------------------------------------------------------------------------|-----|
| 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 30/09/01 Amended 01/01/11

|                       |                                         |
|-----------------------|-----------------------------------------|
| <b>Name of entity</b> | <b>EVOLUTION MINING LIMITED ("EVN")</b> |
| <b>ABN</b>            | <b>74 084 669 036</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>    | Paul Marks |
| <b>Date of last notice</b> | N/A        |

### 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><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Relevant interest in JJ Holdings (Vic) Pty Ltd (trustee for the JJ Holdings Trust and Summerlea Superfund) (" <b>JJ Holdings</b> ") |
| <b>Date of change</b>                                                                                                                                | 18 November 2011                                                                                                                    |
| <b>No. of securities held prior to change</b>                                                                                                        | 6,676,147 fully paid ordinary shares                                                                                                |
| <b>Class</b>                                                                                                                                         | Fully paid ordinary shares                                                                                                          |
| <b>Number acquired</b>                                                                                                                               | 275,862 fully paid ordinary shares                                                                                                  |
| <b>Number disposed</b>                                                                                                                               | Nil                                                                                                                                 |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                            | \$399,999.90                                                                                                                        |

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|                                                                                                                                                                             |                                                                                                                                                         |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>No. of securities held after change</b>                                                                                                                                  | 6,952,009 fully paid ordinary shares (held by JJ Holdings)                                                                                              |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Participation in the institutional component of the accelerated renounceable entitlement offer announced by Evolution Mining Limited on 9 November 2011 |

## 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.

|                                                                                                                                                                              |     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                                                                                                                                    | N/A |
| <b>Nature of interest</b>                                                                                                                                                    | N/A |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                      | N/A |
| <b>Date of change</b>                                                                                                                                                        | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| <b>Interest acquired</b>                                                                                                                                                     | N/A |
| <b>Interest disposed</b>                                                                                                                                                     | N/A |
| <b>Value/Consideration</b><br>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

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

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