



**ASHBURTON
MINERALS LTD**

ABN 99 008 894 442

www.ashburton-minerals.com.au

L1, 254 Railway Parade
West Leederville
Western Australia 6007

PO Box 1245
West Leederville
Western Australia 6901

T: 61 8 9363 7800

F: 61 8 9363 7801

E: info@ashmin.com.au



29 January 2013

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

by electronic lodgement

Ashburton Minerals Ltd ("Ashburton" or "the Company")

APPENDIX 3Y - CHANGE OF DIRECTOR'S INTEREST NOTICE

The Company provides Appendix 3Y forms for Directors Mr Rick Crabb, Mr Peter Bradford and Mr Tom Dukovic following their participation in the recent non-renounceable pro rata rights issue.

Yours faithfully

Rodney Dunn
Company Secretary

For further information, please contact:

Ashburton Minerals Ltd

Tel: +61 8 9363 7800

Fax: +61 8 9363 7801

Email: info@ashmin.com.au

or visit our new website: <http://www.ashmin.com.au>.

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

Name of entity	Ashburton Minerals Ltd
ABN	99 008 894 442

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	Rick Crabb
Date of last notice	17 May 2012

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	Direct and Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Joint Trustee and Beneficiary of InterMax Trust Director of Westessa Holdings Pty Ltd
Date of change	25 January 2013
No. of securities held prior to change Rick Crabb Rick Wayne Crabb & Carol Jean Crabb <InterMax Trust> Westessa Holdings Pty Ltd	8,280,642 Ordinary Fully Paid Shares 690,054 Listed Options exercisable at 1 cent before 30/04/2014 108,593,008 Ordinary Fully Paid Shares 9,049,419 Listed Options exercisable at 1 cent before 30/04/2014 6,084,562 Ordinary Fully Paid Shares 507,047 Listed Options exercisable at 1 cent before 30/04/2014
Class	Ordinary Fully Paid Shares Unlisted Options
Number acquired	40,986,073 Ordinary Fully Paid Shares 13,662,024 Unlisted Options
Number disposed	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$81,972.15
No. of securities held after change Rick Crabb Rick Wayne Crabb & Carol Jean Crabb <InterMax Trust> Westessa Holdings Pty Ltd	11,040,858 Ordinary Fully Paid Shares 690,054 Listed Options exercisable at 1 cent before 30/04/2014 920,072 Unlisted Options exercisable at 0.3 cents before 31/12/2014 144,790,679 Ordinary Fully Paid Shares 9,049,419 Listed Options exercisable at 1 cent before 30/04/2014 12,065,891 Unlisted Options exercisable at 0.3 cents before 31/12/2014 8,112,750 Ordinary Fully Paid Shares 507,047 Listed Options exercisable at 1 cent before 30/04/2014 676,063 Unlisted Options exercisable at 0.3 cents before 31/12/2014
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in Rights Issue at 0.2 cents per share with one free attaching unlisted option for every three shares issued.

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 Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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 – +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

Dated 29 January 2013

+ 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

Name of entity Ashburton Minerals Ltd
ABN 99 008 894 442

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	Peter Bradford
Date of last notice	21 April 2011

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	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
Date of change	25 January 2013
No. of securities held prior to change	44,700,000 ordinary fully paid shares
Class	Ordinary Fully paid shares Unlisted Options
Number acquired	14,900,000 Ordinary Fully Paid 4,966,667 Unlisted Options exercisable at 0.3 cents before 31 December 2014
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$29,800
No. of securities held after change	59,600,000 Ordinary Fully Paid Shares 4,966,667 Unlisted Options exercisable at 0.3 cents before 31 December 2014

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

<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>Issue of securities pursuant to a prospectus dated 10 December 2012 for a non-renounceable pro rata rights issue.</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.

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

Part 3 – +Closed period

<p>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</p>	<p>N/A</p>
<p>If so, was prior written clearance provided to allow the trade to proceed during this period?</p>	<p>N/A</p>
<p>If prior written clearance was provided, on what date was this provided?</p>	<p>N/A</p>

Dated: 29 January 2013

+ 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

Name of entity	Ashburton Minerals Ltd
ABN	99 008 894 442

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	Tom Dukovcic
Date of last notice	17 May 2012

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	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
Date of change	25 January 2013
No. of securities held prior to change Tom Dukovcic	7,000,000 Ordinary Fully Paid Shares 387,500 Listed Options with an exercise price of 1.0 cents before 30 April 2014 5,000,000 Unlisted Options with exercise price of 7.25 cents before 21 April 2014 5,000,000 Unlisted Options with exercise price of 8.7 cents before 21 April 2014 5,000,000 Unlisted Options with exercise price of 10.15 cents before 21 April 2014
Tenacity Resources Pty Ltd	500,000 Ordinary Fully Paid Shares
Class	a. Ordinary Fully Paid Shares b. Unlisted Options

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Number acquired Tom Dukovcic	2,250,000 Ordinary Fully Paid Shares 750,001 Unlisted Options with an exercise price of 0.3 cents each by 31 December 2014
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$4,500.00
No. of securities held after change Tom Dukovcic	9,250,000 Ordinary Fully Paid Shares 387,500 Listed Options with an exercise price of 1.0 cents before 30 April 2014 750,001 Unlisted Options with exercise price of 0.3 cents before 31 December 2014 5,000,000 Unlisted Options with exercise price of 7.25 cents before 21 April 2014 5,000,000 Unlisted Options with exercise price of 8.7 cents before 21 April 2014 5,000,000 Unlisted Options with exercise price of 10.15 cents before 21 April 2014
Tenacity Resources Pty Ltd	500,000 Ordinary Fully Paid Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in Rights Issue at 0.2 cents per share with one free attaching unlisted option for every three shares issued.

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

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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
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 – ⁺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

Dated 25 January 2013

⁺ See chapter 19 for defined terms.