

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: Rand Mining Limited
ABN: 41 004 669 658

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	Anton Billis
Date of last notice	15/06/2012

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	-
No. of securities held prior to change	14,000
Class	Ordinary shares
Number acquired	-
Number disposed	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	-
No. of securities held after change	14,000 ordinary shares

Direct or indirect interest	Indirect
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+ See chapter 19 for defined terms.

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Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Resource Capital Limited (Mr. Billis is a director of Resource Capital Limited)
Date of change	26/10/2012
No. of securities held prior to change	Director – Resource Capital Ltd – 3,000,000 unlisted options exercisable at \$0.60 expiring 26 October 2012 Director – Tribune Resources Ltd – 26,576,764 ordinary shares Director – Lake Grace Exploration Pty Ltd – 2,920,300 ordinary shares Director – Sierra Gold Ltd – 2,100,000 ordinary shares Director – Resource Capital Ltd – 1,604,500 ordinary Nimby Super Fund – an entity related to Mr Billis – 171,000 ordinary shares Director – Trans Global Capital Ltd – 7,899,584 ordinary shares
Class	Unlisted options
Number acquired	nil
Number disposed	3,000,000
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil – expired options
No. of securities held after change	Director – Tribune Resources Ltd – 26,576,764 ordinary shares Director – Lake Grace Exploration Pty Ltd – 2,920,300 ordinary shares Director – Sierra Gold Ltd – 2,100,000 ordinary shares Director – Resource Capital Ltd – 1,604,500 ordinary shares Nimby Super Fund – an entity related to Mr Billis – 171,000 ordinary shares Director – Trans Global Capital Ltd – 7,899,584 ordinary shares
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Expired options

+ See chapter 19 for defined terms.

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?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.