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14 June 2012

The Listing Manager  
Australian Securities Exchange  
Level 4  
20 Bridge Street  
SYDNEY NSW 2

**Amended Appendix 3Y**

We hereby submit an amended Appendix 3Y due to an error in the first release.

Yours faithfully  
Rand Mining Ltd.

A Billis  
Director



**Rule 3.19A.2**

# 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 Ltd
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	Anthony Billis
Date of last notice	21 April 2010

**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 ordinary shares
Class	-
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

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+ See chapter 19 for defined terms.

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

<p><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</p>	<p>Off-market trade</p>
<p><b>Direct or indirect interest</b></p>	<p>Indirect</p>
<p><b>Nature of indirect interest (including registered holder)</b>          Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<p>Mr Billis is a director of Lake Grace Exploration Pty Ltd</p>
<p><b>Date of change</b></p>	<p>12 June 2012</p>
<p><b>No. of securities held prior to change</b></p>	<p>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 – 2,917,000 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</p>
<p><b>Class</b></p>	<p>Fully paid ordinary shares</p>
<p><b>Number acquired</b></p>	<p>3,300</p>
<p><b>Number disposed</b></p>	<p>-</p>
<p><b>Value/Consideration</b>          Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$1,155</p>

+ See chapter 19 for defined terms.

**Appendix 3Y**  
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No. of securities held after 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
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**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	
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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

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+ See chapter 19 for defined terms.

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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?	
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?	

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+ See chapter 19 for defined terms.