

# 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	SPECTRUM RARE EARTHS LIMITED
ABN	94 115 770 226

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 BARTON
Date of last notice	21 <sup>st</sup> OCTOBER 2015

### 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	INDIRECT
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<p>(a) ANTHONY PETER BARTON &amp; CORINNE HEATHER BARTON &lt;BARTON SUPER FUND A/C&gt;</p> <p>(b) ANTHONY PETER BARTON &amp; CORINNE HEATHER BARTON &lt;A P BARTON PERSON S/F A/C&gt;</p> <p>(c) AUSTRALIAN HERITAGE GROUP PTY LTD &lt;AUSTRALIA HERITAGE A/C&gt;</p> <p>(d) INGLEWOOD LODGE PTY LTD</p> <p>(e) UNIVERSAL OIL (AUSTRALIA) PTY LTD &lt;ANTHONY P BARTON FAMILY A/C&gt;</p> <p>(f) BARTON &amp; BARTON PTY LTD</p>
Date of change	28 OCTOBER 2015

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+ See chapter 19 for defined terms.

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No. of securities held prior to change	(a) 1,500,000 ORDINARY SHARES (b) 539,531 ORDINARY SHARES (c) 8,000,000 ORDINARY SHARES (d) 1,700,000 ORDINARY SHARES (e) 22,194,250 ORDINARY SHARES (f) 2,500,000 ORDINARY SHARES
Class	ORDINARY SHARES
Number acquired	14,489,531
Number disposed	NIL
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.004 PER SHARE
No. of securities held after change	(a) 3,000,000 ORDINARY SHARES (b) 1,079,062 ORDINARY SHARES (c) 16,000,000 ORDINARY SHARES (d) 3,400,000 ORDINARY SHARES (e) 22,444,250 ORDINARY SHARES (f) 5,000,000 ORDINARY 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	ENTITLEMENT ISSUE PARTICIPATION

**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 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	

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Interest after change	
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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?	N/A
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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