

FILOY RESOURCES LIMITED

ABN 20 109 361 195

Suite 6, 7 The Esplanade Mt Pleasant WA 6153 Australia

Tel: 618 9316 9100 Fax: 618 9315 5475 Email: info@alloyres.com

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

Dear Sir/Madam

Appendix 3B and Appendix 3Y's

Please find attached Appendix 3B noting the expiry of unlisted options, and Appendix 3Y's noting the change in director's holdings for Mr. Andrew Viner, Mr Andre Marschke and Mr Kevin Hart.

Yours sincerely Alloy Resources Limited

Kevin Hart Company Secretary

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Resources Limited	
361 195	
he entity) give ASX the following	g information.
1 - All issues ust complete the relevant sections (attack	h sheets if there is not enough space).
⁺ Class of ⁺ securities issued or to be issued	Unlisted Options
Number of *securities issued or to be issued (if known) or maximum number which may be issued	22,642,821 (expired un-exercised)
Principal terms of the *securities (e.g. if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)	Unlisted options exercisable by payment of 1.5 cents each, expired on 31 December 2015
	he entity) give ASX the following 1 - All issues st complete the relevant sections (attack *Class of *securities issued or to be issued Number of *securities issued or to be issued (if known) or maximum number which may be issued Principal terms of the *securities (e.g. if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for

Name of entity

⁺ See chapter 19 for defined terms.

4	Do the *securities rank equally in all respects from the *issue date with an existing *class of quoted *securities?	N/A
	If the additional *securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	
5	Issue price or consideration	N/A
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	N/A
ба	Is the entity an *eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h in relation to the *securities the subject of this Appendix 3B, and comply with section 6i	Yes
6h	The date the committee helder	30 November 2015
6b	The date the security holder resolution under rule 7.1A was passed	SO NOVERTIDE: 2015
6c	Number of *securities issued without security holder approval under rule 7.1	

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⁺ See chapter 19 for defined terms.

Number of *securities issued with security holder approval under rule 7.1A	N/A	
Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A	
Number of *securities issued under an exception in rule 7.2	N/A	
If *securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the *issue date and both values. Include the source of the VWAP calculation.		
If *securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A	
Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	Refer Annexure 1	
*Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B.	N/A	
Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	Number 592,707,646	⁺ Class Ordinary fully paid shares
	with security holder approval under rule 7.1A Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting) Number of *securities issued under rule 7.1A (specify date of meeting) Number of *securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the *issue date and both values. Include the source of the VWAP calculation. If *securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements +Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B. Number and *class of all *securities quoted on ASX (including the *securities in	with security holder approval under rule 7.1A Number of *securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting) Number of *securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the *issue date and both values. Include the source of the VWAP calculation. If *securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements *Issue dates Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rate entitlement issue must comply with the applicable timetable in Appendix 7A. Cross reference: item 33 of Appendix 3B. Number Number Number Number Number Sy2,707,646

⁺ See chapter 19 for defined terms.

		Number	+Class
9	Number and *class of all *securities not quoted on ASX (<i>including</i> the *securities in section 2 if applicable)	7,000,000	Unlisted Director options exercise-able by payment of 1.5 cents each expiring 30 November 2016.
		2,000,000	Unlisted Director options exercise-able by payment of 1.6 cents each expiring 30 November 2017
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A	
Part	2 - Pro rata issue		
11	Is security holder approval required?	n/a	
12	Is the issue renounceable or non-renounceable?	n/a	
13	Ratio in which the *securities will be offered	n/a	
14	⁺ Class of ⁺ securities to which the offer relates	n/a	
15	⁺ Record date to determine entitlements	n/a	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	n/a	
17	Policy for deciding entitlements in relation to fractions	n/a	
18	Names of countries in which the entity has security holders who will not be sent new offer documents Note: Security holders must be told how their entitlements are to be dealt with.	n/a	
	Cross reference: rule 7.7.		

⁺ See chapter 19 for defined terms.

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19	Closing date for receipt of acceptances or renunciations	n/a
20	Names of any underwriters	n/a
21	Amount of any underwriting fee or commission	n/a
22	Names of any brokers to the issue	n/a
23	Fee or commission payable to the broker to the issue	n/a
24	Amount of any handling fee	n/a
	payable to brokers who lodge acceptances or renunciations on behalf of security holders	
25	If the issue is contingent on security holders' approval, the	n/a
	date of the meeting	
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	n/a
27	If the entity has issued options,	n/a
	and the terms entitle option holders to participate on exercise, the date on which	
	notices will be sent to option holders	
28	Date rights trading will begin (if	n/a
	applicable)	
29	Date rights trading will end (if applicable)	n/a
30	How do security holders sell	n/a
	their entitlements <i>in full</i> through a broker?	
31	How do security holders sell <i>part</i>	n/a
<i>)</i> -	of their entitlements through a broker and accept for the	

⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

	balan	ce?	
32	of th	do security holders dispose eir entitlements (except by hrough a broker)?	n/a
33	⁺ Issue	e date	n/a
		uotation of securitie	S oplying for quotation of securities
34	Type (tick	of ⁺ securities one)	
(a)		⁺ Ordinary shares described	in Part 1
(b)		All other ⁺ securities	
		•	nd of the escrowed period, partly paid securities that become fully paid, en restriction ends, securities issued on expiry or conversion of convertible
		t have ticked box 34(a) securities forming a new	v class of securities
Tick to docum		e you are providing the informat	cion or
35			securities, the names of the 20 largest holders of the the number and percentage of additional *securities
36			securities, a distribution schedule of the additional umber of holders in the categories
		1,001 - 5,000	
		5,001 - 10,000 10,001 - 100,000	
37		100,001 and over A copy of any trust deed for	the additional *securities
<i>)</i> ,		F 1 = 1 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	

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⁺ See chapter 19 for defined terms.

Entitie	es that have ticked box 34(b)		
38	Number of *securities for which *quotation is sought		
39	⁺ Class of ⁺ securities for which quotation is sought		
40	Do the *securities rank equally in all respects from the *issue date with an existing *class of quoted *securities?		
	If the additional *securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment		
41	Reason for request for quotation now Example: In the case of restricted securities, end of restriction period		
	(if issued upon conversion of another *security, clearly identify that other *security)		
42	Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	Number	⁺ Class

⁺ See chapter 19 for defined terms.

Quotation agreement

- ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the ⁺securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those *securities should not be granted *quotation.
 - An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any *securities to be quoted and that no-one has any right to return any *securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the *securities be quoted.
- If we are a trust, we warrant that no person has the right to return the *securities to be quoted under section 1019B of the Corporations Act at the time that we request that the *securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before †quotation of the †securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Date: ..4 January 2016.......

(Director/Company secretary)

....KEVIN HART.....

== == == ==

Print name:

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⁺ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital			
Step 1: Calculate "A", the base figure from which the placement capacity is calculated			
Insert number of fully paid *ordinary securities on issue 12 months before the *issue date or date of agreement to issue	489,582,656		
Add the following:			
Number of fully paid ⁺ ordinary securities issued in that 12 month period under an exception in rule 7.2			
Number of fully paid ⁺ ordinary securities issued in that 12 month period with shareholder approval	3,125,000 – placement shares as part consideration for the Martins Well Joint Venture – ratified at 2015 AGM		
Number of partly paid ⁺ ordinary securities that became fully paid in that 12 month period	100,000,000 placement shares ratified at a General Meeting held on 23 December 2015.		
 Note: Include only ordinary securities here – other classes of equity securities cannot be added Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed It may be useful to set out issues of securities on different dates as separate line items 			
Subtract the number of fully paid ⁺ ordinary securities cancelled during that 12 month period	-		
"A"	592,707,656		

⁺ See chapter 19 for defined terms.

((D))	0.45
"B"	0.15
	[Note: this value cannot be changed]
Multiply "A" by 0.15	88,906,147
Step 3: Calculate "C", the amount of that has already been used	of placement capacity under rule 7.1
Insert number of ⁺ equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:	
 Under an exception in rule 7.2 	
Under rule 7.1A	
 With security holder approval under rule 7.1 or rule 7.4 	
 Note: This applies to equity securities, unless specifically excluded – not just ordinary securities Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed It may be useful to set out issues of securities on different dates as separate line items 	
"C"	-
Step 4: Subtract "C" from ["A" x "E placement capacity under rule 7.1	B"] to calculate remaining
	.
"A" x 0.15	88,906,417
	88,906,417
Note: number must be same as shown in Step 2	88,906,417
Note: number must be same as shown in Step 2 Subtract "C"	88,906,417
Subtract "C" Note: number must be same as shown in	88,906,417 - 88,906,417

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⁺ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities		
Step 1: Calculate "A", the base figure from which the placement capacity is calculated		
"A"	592,707,656	
Note: number must be same as shown in Step 1 of Part 1		
Step 2: Calculate 10% of "A"		
"D"	0.10	
	Note: this value cannot be changed	
Multiply "A" by 0.10	59,270,765	
Step 3: Calculate "E", the amount of 7.1A that has already been used	of placement capacity under rule	
Insert number of *equity securities issued or agreed to be issued in that 12 month period under rule 7.1A		
Notes:		
This applies to equity securities – not just ordinary securities		
Include here – if applicable – the securities the subject of the Appendix		
3B to which this form is annexedDo not include equity securities issued		
under rule 7.1 (they must be dealt with in Part 1), or for which specific security		
holder approval has been obtained		
It may be useful to set out issues of securities on different dates as separate line items		
"E"	-	

⁺ See chapter 19 for defined terms.

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A		
"A" x 0.10	59,270,765	
Note: number must be same as shown in Step 2		
Subtract "E"	-	
Note: number must be same as shown in Step 3		
Total ["A" x 0.10] – "E"	59,270,765	
	Note: this is the remaining placement capacity under rule 7.1A	

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⁺ See chapter 19 for defined terms.

Rule 3.19A.2

Appendix 3YChange 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: Alloy Resources Limited	
ABN: 20 109 361 195	

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	Andrew Viner
Date of last notice	24 November 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	Direct & Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	 a) Western Discovery Pty Ltd <atf< li=""> Viner Super Fund A/C> b) Western Discovery Pty Ltd <atf< li=""> The Viner Trust> </atf<></atf<>
Date of change	31 December 2015
No. of securities held prior to change	 Indirect 21,320,966 Fully paid ordinary shares 866,863 Unlisted options exercisable at \$0.015 expiring 31 December 2015 4,170,833 Fully paid ordinary shares 189,584 Unlisted options exercisable at \$0.015 expiring 31 December 2015 Direct 5,000,000 Unlisted director options exercisable by payment of 1.5 cents each expiring 30 November 2016

⁺ See chapter 19 for defined terms.

Unlisted director options exercisable at \$0.015 expiring 31 December 2015
Nil
1,056,447 (un-exercised)
Nil
 Indirect 21,320,966 Fully paid ordinary shares 4,170,833 Fully paid ordinary shares Direct 5,000,000 Unlisted director options exercisable by payment of 1.5 cents each expiring 30 November 2016
Options un-exercised on expiry date

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

⁺ See chapter 19 for defined terms.

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Appendix 3Y Change of Director's Interest Notice

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
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – *Closed period

Were the interests in the securities or contracts detailed	No
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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.

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: Alloy Resources Limited	
ABN: 20 109 361 195	

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	Andre Marschke
Date of last notice	22 December 2014

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.	(a) Scintilla Strategic Investments Limited (b) Scintilla Capital Pty Ltd (c) Techinvest Holdings Pty Ltd <anm a="" c=""> (d) Scintilla Asset Management Limited</anm>
Date of change	31 December 2015
No. of securities held prior to change	Indirect a) 19,695,000 ordinary fully paid shares b) 2,640,000 ordinary fully paid shares c) 1,320,000 ordinary fully paid shares d) 2,000,000 unlisted options exercisable at 1.6c expiring on 30.11.2017 e) 1,065,000 unlisted options exercisable at 1.5c expiring on 31.12.2015
Class	Unlisted options exercisable at 1.5c expiring on 31.12.2015

⁺ See chapter 19 for defined terms.

Number acquired	Nil
Number disposed	1,065,000 (un-exercised)
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	Indirect a) 19,695,000 ordinary fully paid shares b) 2,640,000 ordinary fully paid shares c) 1,320,000 ordinary fully paid shares d) 2,000,000 unlisted options exercisable at 1.6c expiring on 30.11.2017
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Options un-exercised on expiry date

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
Interest disposed	N/A

⁺ See chapter 19 for defined terms.

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Appendix 3Y Change of Director's Interest Notice

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

Part 3 – *Closed period

Were the interests in the securities or contracts detailed	No
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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.

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 30/9/2001.

Name of entity Alloy Resources Limited	
ABN: 20 109 361 195	

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	Kevin Hart
Date of last notice	22 December 2014

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/Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	K & M Hart atf <hart family="" trust=""> K & M Hart atf <family a="" c="" fund="" super=""></family></hart>
Date of change	31 December 2015
No. of securities held prior to change	Direct: 2,000,000 Unlisted options exercisable by payment of 1.5 cents each expiring 30 November 2016 Indirect: K & M Hart atf <hart family="" trust=""> 4,583,333 Ordinary Shares. 208,334 unlisted options exercisable at \$0.015 expiring 31 December 2015. K & M Hart atf <family a="" c="" fund="" super=""> 4,228,125 Ordinary Shares. 192,188 unlisted options exercisable at \$0.015 expiring 31 December 2015.</family></hart>

⁺ See chapter 19 for defined terms.

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Class	Unlisted options exercisable at \$0.015 expiring 31 December 2015.
Number acquired	Nil
Number disposed	400,522 (un-exercised)
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	Direct: 2,000,000 Unlisted options exercisable by payment of 1.5 cents each expiring 30 November 2016 Indirect: K & M Hart atf <hart family="" trust=""> 4,583,333 Ordinary Shares. K & M Hart atf <family a="" c="" fund="" super=""> 4,228,125 Ordinary Shares.</family></hart>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Options un-exercised on expiry date

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
Interest disposed	N/A

⁺ See chapter 19 for defined terms.

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

Part 3 – *Closed period

Were the interests in the securities or contracts detailed	No
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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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⁺ See chapter 19 for defined terms.