

**Sprott Asset Management^{LP}**

RESEND

FACSIMILE TRANSMITTAL SHEET

TO:	Company Announcements Office	FROM:	Maggie Tang
COMPANY:	Australian Securities Exchange	DATE:	January 31, 2012
FAX NUMBER:	011-61-2-9778-0999/ 61-2-9347-0005	TOTAL NO. OF PAGES INCLUDING COVER	3
PHONE NUMBER		SENDER'S PHONE NUMBER	416-943-4072
RE:	FORM 605	SENDER'S FAX NUMBER	416-943-6497

☐ URGENT ☐ FOR REVIEW ☐ PLEASE COMMENT ☐ PLEASE REPLY ☐ PLEASE RECYCLE

NOTES/COMMENTS

Hello,

Please find attached a Form 605 notice of ceasing to be a substantial holder of Red 5 Ltd. Please do not hesitate to contact me at mtang@sprott.com, if you have any questions.

Sincerely,
Maggie Tang

ROYAL BANK PLAZA, SOUTH TOWER,
SUITE 2700, PO BOX 27
TORONTO, ON M5J 2J1
T: 416 943 6707 F: 416 943 6497 TOLL FREE: 1 866 299 9906

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme Red 5 LimitedACN/ARSN 068 647 610**1. Details of substantial holder (1)**Name Sprott Asset Management LP (SAM)

ACN/ARSN (if applicable) _____

The holder ceased to be a substantial holder on 13/01/2012The previous notice was given to the company on 25/11/2010The previous notice was dated 25/11/2010**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of Change	Person whose relevant interest changed	Nature of Change	Class and number of securities affected	Consideration given in relation to change
5-May-11	SAM	Sell (pre share consolidation)	2,000,000 ordinary shares	0.1425 AUD
14-Jul-11	SAM	Sell (pre share consolidation)	250,000 ordinary shares	0.1400 AUD
10-Aug-11	SAM	Sell (pre share consolidation)	380,500 ordinary shares	0.1853 AUD
22-Dec-11	SAM		74,000 ordinary shares	1.8239 AUD
23-Dec-11	SAM		31,300 ordinary shares	1.7837 AUD
28-Dec-11	SAM		90,000 ordinary shares	1.6793 AUD
5-Jan-12	SAM		100,000 ordinary shares	1.5833 AUD
6-Jan-12	SAM		110,000 ordinary shares	1.6449 AUD
9-Jan-12	SAM		60,000 ordinary shares	1.6430 AUD
10-Jan-12	SAM		268,000 ordinary shares	1.6307 AUD
11-Jan-12	SAM		104,255 ordinary shares	1.6471 AUD
12-Jan-12	SAM		30,574 ordinary shares	1.6533 AUD
13-Jan-12	SAM		108,371 ordinary shares	1.6717 AUD

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Sprott Asset Management LP	200 Bay Street, Suite 2700, P.O. Box 27 Toronto, Ontario, Canada M5J 2J1

Signature

print name Kirstin McTaggart capacity Chief Compliance Officer

sign here  date 31/01/2012

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of.
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (5) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.