



16 June 2014

Ms Jill Hewitt
ASX Limited
Exchange Plaza
2 The Esplanade
PERTH WA 6000
By email: jill.hewitt@asx.com.au

Dear Jill

In response to your letter dated 13 June 2014 regarding the late lodgement of the Appendix 3Y's for Mr Greg Miles and Mr Craig Michael, Blackham Resources Limited ("Blackham" or "the Company") responds as follows:

1. *Please explain why the Appendix was lodged late*

The Appendix was lodged late due to an administrative oversight. The notice was lodged immediately upon the oversight being identified.

2. *What arrangements does the Company have in place with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A*

The Company has entered into an agreement with its Directors and has a process that requires all Directors to notify the Company Secretary of any transactions involving any change of their notifiable interest immediately or at the very latest, within three business days after the changes occur. Additionally, the Company Secretary and the officers assigned to report to the ASX review the directors' shareholding regularly to ensure that all relevant movements are reported to the ASX within the time frame.

3. *If the current arrangements are inadequate or not being enforced, what additional steps does the Company intend to take to ensure compliance with listing rule 3.19B*

Apart from this administrative oversight, the Company considers the current arrangements to be adequate to ensure compliance with listing rule 3.19B.

Yours sincerely

Mike Robbins
Company Secretary



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13 June 2014

Mr M Robbins
Company Secretary
Blackham Resources Limited
Level 2, 28 Richardson Street
WEST PERTH WA 6005

Email: MRobbins@blackhamresources.com.au

Dear Mike

Blackham Resources Limited (the "Company") – Director's Interest Notice

We refer to the following;

1. The Appendix 3Y lodged by the Company with ASX on 13 June 2014.
2. Listing rule 3.19A which requires an entity to tell ASX the following:
 - 3.19A.1 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the following times.
 - On 1 January 2002.
 - On the date that the entity is admitted to the official list.
 - On the date that a director is appointed.The entity must complete Appendix 3X and give it to ASX no more than 5 business days after 1 January 2002 or the entity's admission or a director's appointment.
 - 3.19A.2 A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust). The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs.
 - 3.19A.3 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.
3. Listing rule 3.19B which states as follows.

An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.

4. The Companies Update dated 27 June 2008, reminding listed entities of their obligation to notify ASX within 5 business days of the notifiable interests in securities held by each director and outlining the action that ASX would take in relation to breaches of listings rules 3.19A and 3.19B.

As the Appendices indicated that the change occurred on 30 May 2014, it appears that the Appendices should have been lodged with the ASX prior to the close of business on 6 June 2014. As the Appendix was lodged on 13 June 2014, it appears that the Company may be in breach of listing rules 3.19A and/or 3.19B.

Please note that ASX is required to record details of breaches of the listing rules by listed companies for its reporting requirements.

ASX reminds the Company of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Company make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: "Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities", we ask that you answer each of the following questions:

1. Please explain why the Appendix was lodged late.
2. What arrangements does the Company have in place with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Company intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail at jill.hewitt@asx.com.au it should not be sent to the Market Announcements Office.

A response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (ie before 7.30 am. W.S.T.) on Wednesday 17 June 2014.

If you have any queries or concerns, please contact me immediately.

Yours sincerely,

[Sent electronically without signature]

Jill Hewitt
Senior Adviser, Issuers Compliance (Perth)