



11 Jan 2017

Ms Hayley Pratt
Adviser Listings Compliance (Perth)
152 St Georges Terrace
Perth
WA 6000

Dear Ms Pratt

BPH Energy Limited (Company)

Thank you for your letter of 10 January 2017.

The Company acknowledges that there was a delay in the lodging of the relevant Appendix 3Y. In response to your questions it is confirmed as follows:

1.
The Appendix 3Y was lodged late as a result of an oversight. The previous Company Secretary was the person who ordinarily would have prepared that notice.
2.
Each director is informed of ASX disclosure requirements upon their appointment. There are clear instructions in place for each Director to notify the Company Chairman and the Company Secretary of any changes in interest and then to confirm if a transaction has occurred immediately and submit the necessary appendices 3X, 3Y or 3Z.
Directors' interests are an agenda item at Board Meetings
3.
The company has now fully transitioned the roles that changed as notified in point one and appointed additional administrative staff and believes the arrangements will be adequate and notes that the late lodgment was a result of an administrative oversight

Yours faithfully

A handwritten signature in black ink, appearing to read 'D Breeze'.

D Breeze
Executive Director and Company Secretary



10 January 2017

Mr David Breeze
Company Secretary
BPH Energy Limited
14 View Street
NORTH PERTH WA 6006

By email: David@grandbridge.com.au

Dear Mr Breeze

BPH Energy Limited (the "Company")

We refer to the following:

The Company's announcement lodged with ASX Ltd ("ASX") on 21 December regarding a change of director's interest notice for Gregory Gilbert ("Appendix 3Y").

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 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 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) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. 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.

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.

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 Appendix 3Y indicates that a change in Gregroy Gilbert's notifiable interest occurred on 23 November 2016 the Appendix 3Y should have been lodged with the ASX by 30 November 2016. As the Appendix 3Y was lodged on 21 December 2016 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 3Y 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 to Hayley.Pratt@asx.com.au. It should not be sent to ASX Market Announcements.

A response is requested as soon as possible and, in any event, not later than **9:00 am WST on Thursday 12 January 2017**.



Under listing rule 18.7A, a copy of this query and your response will be released to the market, so your response should be in a form suitable for release and must separately address each of the questions asked. If you have any queries or concerns, please contact me immediately.

Yours sincerely,

[sent electronically without signature]

Hayley Pratt
Adviser, Listings Compliance (Perth)