

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme BLIGH RESOURCES LIMITED

ACN/ARSN ACN 130 964 162

1. Details of substantial holder (1)

Name Zeta Resources Limited ARBN 162 902 481 (Zeta), UIL Limited, General Provincial Life Pension Fund Limited, Union Mutual Pension Fund Limited, ICM Limited and Duncan Saville (Zeta Group Members)

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on 22 June 2017

The previous notice was given to the company on 22 June 2017

The previous notice was dated 22 June 2017

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	94,412,123	40.10%	114,037,187	48.43%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate 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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Refer to Annexure A					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Refer to Annexure B					

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) 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
N/A	N/A


6. Addresses

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

Name	Address
Zeta Resources Limited, UIL Limited, ICM Limited, General Provincial Life Pension Fund Limited, Union Mutual Pension Fund Limited	34 Bermudiana Road, Hamilton HM11 Bermuda

Signature

print name Peter Sullivan **capacity** Director of Zeta Resources Limited

sign here  **date** 23 June 2017

Annexure 'A'

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 23 June 2017.

print name Peter Sullivan capacity Director of Zeta Resources Limited

sign here  date 23 June 2017

Change in relevant interests

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
21 June 2017	Zeta and Zeta Group Members	Under section 608(8) of the of the Corporations Act as a result of acceptance of offers under Zeta Resources off-market takeover bid, made pursuant to a Bidders' Statement dated 25 May 2017, as supplemented by the First Supplementary Bidder's Statement dated 8 June 2017, which have not yet settled.	A\$0.038 per share	180,796	180,796
22 June 2017	Zeta and Zeta Group Members	Under section 608(8) of the of the Corporations Act as a result of acceptance of offers under Zeta Resources off-market takeover bid, made pursuant to a Bidders' Statement dated 25 May 2017, as supplemented by the First Supplementary Bidder's Statement dated 8 June 2017, which have not yet settled.	A\$0.038 per share	19,444,268	19,444,268

Annexure 'B'

This is Annexure B of 1 page referred to in Form 604 Notice of change of interests of substantial holder signed by me and dated 23 June 2017.

print name Peter Sullivan capacity Director of Zeta Resources Limited

sign here  date 23 June 2017

Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Zeta Resources Limited	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Beneficial owner	94,412,123 ordinary shares	94,412,123
Zeta Resources Limited	The holders of Bligh Resources Shares who have accepted the Offer	Subject to the terms and conditions of the Offer, Zeta	Relevant interest under s608(8) of the Corporations Act, as a result of acceptances which have not yet settled.	19,625,064 ordinary shares	19,625,064
ICM Limited	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under sections 608(1)(b) and (c) of the Corporations Act by having power to control the exercise of voting or disposal of shares as investment manager for Zeta Resources Limited	114,037,187 ordinary shares	114,037,187
UIL Limited	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over Zeta Resources Limited	114,037,187 ordinary shares	114,037,187
General Provincial Life Pension Fund Limited	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over UIL Limited	114,037,187 ordinary shares	114,037,187
Duncan Paul Saville	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over ICM Limited	114,037,187 ordinary shares	114,037,187
Union Mutual Pension Fund Limited	J P Morgan Nominees Australia Limited	Zeta Resources Limited	Relevant interest under section 608(3)(b) of the Corporations Act by having control over General Provincial	114,037,187 ordinary shares	114,037,187