

Form 604

Corporations Act 2001
Section 671B

Amended 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

On 25 May 2017, Zeta Resources Limited lodged a Bidder's Statement in relation to an off-market takeover bid to acquire all of the ordinary shares in Bligh Resources Limited that it does not already own. As a result, this notice is required to be given under section 671B(1)(c) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The previous notice was given to the company on 16 February 2017 (subsequently amended on 8 June 2017)

The previous notice was dated 16 February 2017 (subsequently amended on 8 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	46,207,602	19.88%	46,457,602	19.9%

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 and Duncan Saville	34 Bermudiana Road, Hamilton HM11 Bermuda

Signature

Print Name Peter Sullivan **Capacity** Director of Zeta Resources Limited

Signature  **Date** 17 August 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 17 August 2017.

Print Name Peter Sullivan **Capacity** Director of Zeta Resources Limited

Signature



Date

17 August 2017

Change in relevant interests

Date of change	Persons whose relevant Interest changed	Nature of change	Consideration (9)	Class and number of securities	Persons votes affected
28 February 2017	Zeta and Zeta Group Members	On market purchases by Zeta Resources Limited	\$980	28,005 ordinary shares	28,005
28 February 2017	Zeta and Zeta Group Members	On market purchases by Zeta Resources Limited	\$6,440	184,000 ordinary shares	184,000
28 February 2017	Zeta and Zeta Group Members	On market purchases by Zeta Resources Limited	\$1,330	37,995 ordinary shares	37,995

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 17 August 2017.

Print Name Peter Sullivan **Capacity** Director of Zeta Resources Limited

Signature  **Date** 17 August 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	46,457,602 ordinary shares	46,457,602
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 pursuant to the Investment Management Agreement between Zeta Resources limited and ICM Limited dated 10 April 2013, enclosed in Annexure A of the Amended Form 603 dated 17 August 2017.	46,457,602 ordinary shares	46,457,602
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 holding greater than 50% of the shares on issue.	46,457,602 ordinary shares	46,457,602
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 holding greater than 50% of the shares on issue.	46,457,602 ordinary shares	46,457,602
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 as owner of 100% of the shares on issue.	46,457,602 ordinary shares	46,457,602
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 Life Pension Fund Limited holding 100% of the shares on issue.	46,457,602 ordinary shares	46,457,602