

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity BLACKHAM RESOURCES LIMITED
ABN 18 119 887 606

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Milan Jerkovic
Date of last notice	31 January 2019

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<ol style="list-style-type: none">1. Xavier Group P/L (Mr Jerkovic is a director)2. Sam Investors Pty Ltd (The Milenda A/C) (Mr Jerkovic is a director)
Date of change	31 January 2019
No. of securities held prior to change	Direct 4,966,505 fully paid ordinary shares. 6,250,000 unquoted Zero Exercise Price Options ("ZEPOs") with a \$nil exercise price, and an expiry date of 31/12/21. Indirect <ol style="list-style-type: none">1. 3,385,229 fully paid ordinary shares.2. 595,000 fully paid ordinary shares.

+ See chapter 19 for defined terms.

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Class	<p>a) Ordinary shares acquired pursuant to a renounceable entitlement offer ("Entitlement Offer") described in the prospectus lodged with the ASX pre-opening of trading on 21 March 2019:</p> <p>i) Acceptance of Entitlement Offer</p> <p>ii) Sub-underwriting commitments/rights issue shortfall</p> <p>b) Quoted options issued pursuant to the Entitlement Offer exercisable at \$0.03 on or before 12/10/20:</p> <p>i) Acceptance of Entitlement Offer</p> <p>ii) Sub-underwriting commitments / rights issue shortfall</p> <p>c) Ordinary shares resulting from exercise of vested employee options.</p>
Number acquired	<p>a)</p> <p>i) 11,183,417</p> <p>ii) 51,521,084</p> <p>b)</p> <p>iii) 3,727,805</p> <p>iv) 17,173,694</p> <p>c) 1,567,536</p>
Number disposed	3,750,000 ZEPOs of which 1,567,536 were exercised and 2,182,464 lapsed.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	<p>a) \$0.015</p> <p>b) Nil (free attaching)</p> <p>c) Disposed ZEPOs (1,567,536 ZEPOs exercised, and 2,182,464 lapsed): Nil consideration, valued at \$52,500 (based on 15/04/19 closing share price of \$0.014)</p>

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No. of securities held after change	<p>Direct</p> <p>64,263,256 fully paid ordinary shares.</p> <p>2,250,000 unquoted Zero Exercise Price Options ("ZEPOs") with a \$nil exercise price, and an expiry date of 31/12/21.</p> <p>19,243,071 quoted options exercisable at \$0.03 on or before 12/10/20</p> <p>Indirect</p> <p>1.</p> <ul style="list-style-type: none"> ▪ 7,616,765 fully paid ordinary shares. ▪ 1,410,512 quoted options exercisable at \$0.03 on or before 12/10/20 <p>2.</p> <ul style="list-style-type: none"> ▪ 1,338,750 fully paid ordinary shares. ▪ 247,916 quoted options exercisable at \$0.03 on or before 12/10/20
<p>Nature of change</p> <p>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Purchase via Entitlements Offer under the Prospectus dated 21 March 2019, and exercise of vested employee options.</p>

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
<p>No. and class of securities to which interest related prior to change</p> <p>Note: Details are only required for a contract in relation to which the interest has changed</p>	
Interest acquired	
Interest disposed	
<p>Value/Consideration</p> <p>Note: If consideration is non-cash, provide details and an estimated valuation</p>	
Interest after change	

+ See chapter 19 for defined terms.

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.