ASX Announcement
25 January 2016

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HIGH GRADE QUARTZ REEF RESOURCES FLOURISHING

- **Quartz reef total resources increased to 1.85Mt @ 3.6g/t for 216,000oz Au from Golden Age and Galaxy (up 21%)**
- **Quartz reef indicated resources increased to 0.75Mt @ 4.1g/t for 99,000oz Au from Golden Age and Galaxy (up 41%)**
- **High grade Golden Age middle zone increased to:**
  - **185kt @ 9.0g/t for 53,000oz Au cut (66% indicated) or**
  - **185kt @ 15.3g/t for 91,000oz uncut (49% indicated)**
- **Total Matilda Project Resource of 44Mt @ 3.3 g/t for 4.7Moz Au**
- **Metallurgical test work confirmed the free milling nature of the Golden Age and Galaxy ore with recoveries up to 96%.**
- **Golden Age and Galaxy DFS mining studies well advanced**
- **Golden Age and Galaxy drilling ongoing to further grow the mine plan prior to production**

Blackham Resources Ltd (ASX Code: **BLK)** is pleased to report its updated resource estimates for Golden Age and Galaxy of **1.85Mt @ 3.6/t for 216,000oz Au** and its Definitive Feasibility (DFS) mining studies are well advanced.

The Golden Age resource which starts close to surface now stands at **1.06Mt @ 4.4g/t for 150,000oz Au.** Golden Age is a high grade quartz reef that has historically produced **160,000oz @ 9g/t**. The Golden Age deposit has **existing access via the Bulletin decline** less than three kilometres from Blackham's 100% owned Wiluna Gold Plant and was still being mined up until the closure in June 2013 of the Wiluna plant which Blackham plans to restart in mid 2016. The Golden Age middle zone, where Blackham intends to commence mining, contains a high grade resource of **185kt @ 9.0g/t for 53,000oz Au** sitting just off the existing mine development.

Blackham has also increased the Galaxy resource with **787,000t @ 2.6g/t for 66,000oz Au**. The Galaxy quartz reef is initially planned to be mined by open pit methods. The Galaxy deposit is located 13km NNW of the Wiluna Plant. Mining studies to date suggest the high grade resource from surface is an attractive feed for the Wiluna Plant. Recent DFS metallurgical studies for Golden Age and Galaxy confirmed strong results with **gravity and cyanide leach recoveries ranging from 93 to 96%**.

Golden Age and Galaxy are high grade quartz reefs and are the first two of a number of high grade quartz prospects stretching over at least 15 kilometres of strike that Blackham is evaluating as an important source of moderate to high grade feed for the Wiluna Plant. Other priority quartz reef targets include Republic, Brothers, Caledonian, the Lake Way Reef and Golden Age Offset.

Golden Age Resource to provide high grade underground ore

Blackham is pleased to report its updated JORC-compliant resource estimate over the Golden Age deposit of **1.06Mt @ 4.4g/t for 150,000oz Au.** This resource has been estimated using an ordinary kriged block model with a 3g/t bottom cut and 100g/t top cut.

Golden Age mineralisation is free milling ore with gold mineralisation located throughout the quartz but appears more concentrated where there are stylolites. There is commonly a strong base metals signature with galena, chalcopyrite, sphalerite and pyrite being common. These areas also include higher grades but the gold is not bound in the sulphides as with the refractory ores. The mineralisation is mainly in the quartz reef but there are some splays of quartz, especially to the footwall which can contain gold. Geological and estimation information can be found in Appendix A.

Table 1. Golden Age Resources reported at a 3.0g/t bottom and 100g/t top cut-offs.

Inferred			Indicated			Total		
Tonnes	**Grade**	**Oz**	**Tonnes**	**Grade**	**Oz**	**Tonnes**	**Grade**	**Oz**
360,700	**5.32**	**61,700**	**703,100**	**3.90**	**88,200**	**1,063,800**	**4.38**	**149,900**

The Golden Age middle zone where Blackham intends to start mining contains a high grade resource of **185kt @ 9.0g/t for 53,000oz** Au (within the Table 1 resource) sitting just off the existing mine development using a bottom cut of 3g/t and a top cut of 100g/t.

Table 2. Golden Age Middle Resource showing cut and uncut resource estimates

Res Cat	Bottom Cut g/t Au	Tonnes	g/t Cut	Ounces Cut	g/t Uncut	Ounces Uncut	Variance	% Cut
Ind	3	124,000	8.91	34,800	11.3	44,900	**10,100**	**22%**
Inf	3	61,000	9.11	17,900	23.3	46,000	**28,100**	**61%**
Total	**3**	**185,000**	**8.98**	**52,700**	**15.3**	**90,900**	**38,200**	**42%**

When the top cut is removed the average resource grade increases to **15.3g/t for 90,900oz of uncut resource (see Table 2).** When the 100g/t top cut is applied **38,200oz or 42% or the uncut resource is removed** which demonstrates the nuggetty nature of the orebody. Some of the Golden Age drilling has shown visible gold**.** The **15.3g/t uncut grade** compares to the **average resource composite grade of 14.2g/t** from 467 composites in this domain. The average diluted grade of previous production from Golden Age averages 9.0g/t.

The Golden Age reef has existing access via the Bulletin decline and has mining infrastructure in place and good geotechnical conditions to allow easy re-entry to this area of the mine. The Golden Age orebody will be an important free milling source of ore in the first 2 to 3 years of the Matilda mine plan (see Fig 1).

Blackham has commenced a further 2,700m underground drill programme into the Golden Age orebody with the aim of extending the resource further east along strike to add further high grade ore into the mine plan prior to production.

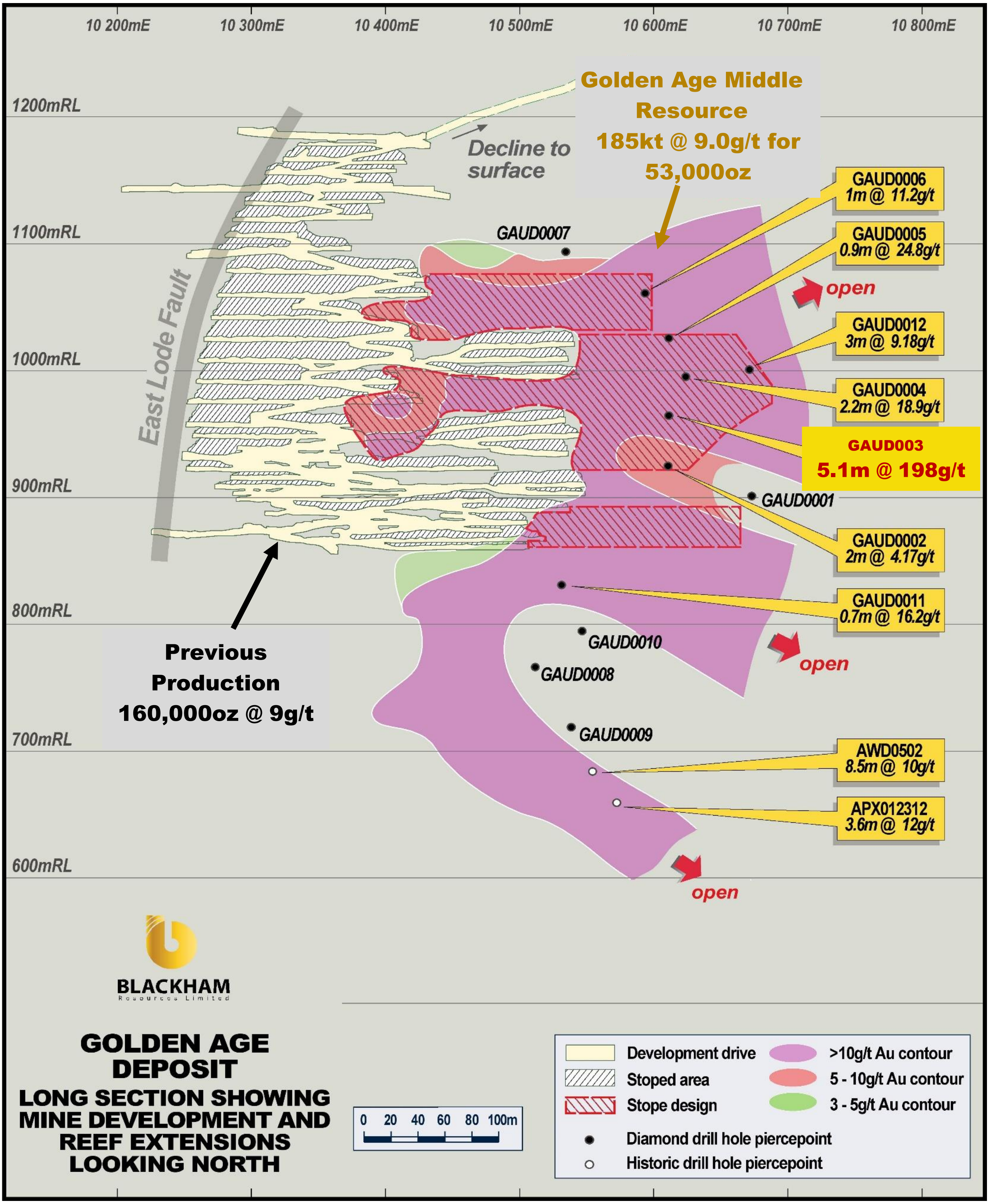

Fig 1. Section view of Golden Age block middle zone showing DFS mine stoping plans

Galaxy Resource provides good open pit grade ore

The revised Galaxy estimate has grown by 28% and now stands at **787,000t @ 2.6g/t for 66,000oz Au**. The Galaxy orebody is located 13km NNW of the Wiluna Gold Plant. The Galaxy quartz reef resource has been estimated using an ordinary kriged block model reported above a 0.60g/t bottom cut. Geological and estimation information can be found in Appendix A.

Table 3. Galaxy Resources reported at a 0.6g/t cut-off.

Indicated			Inferred			Total		
Tonnes	Grade	Oz	Tonnes	Grade	Oz	Tonnes	Grade	Oz
390,000	3.00	38,000	397,000	2.20	28,000	787,000	2.60	66,000

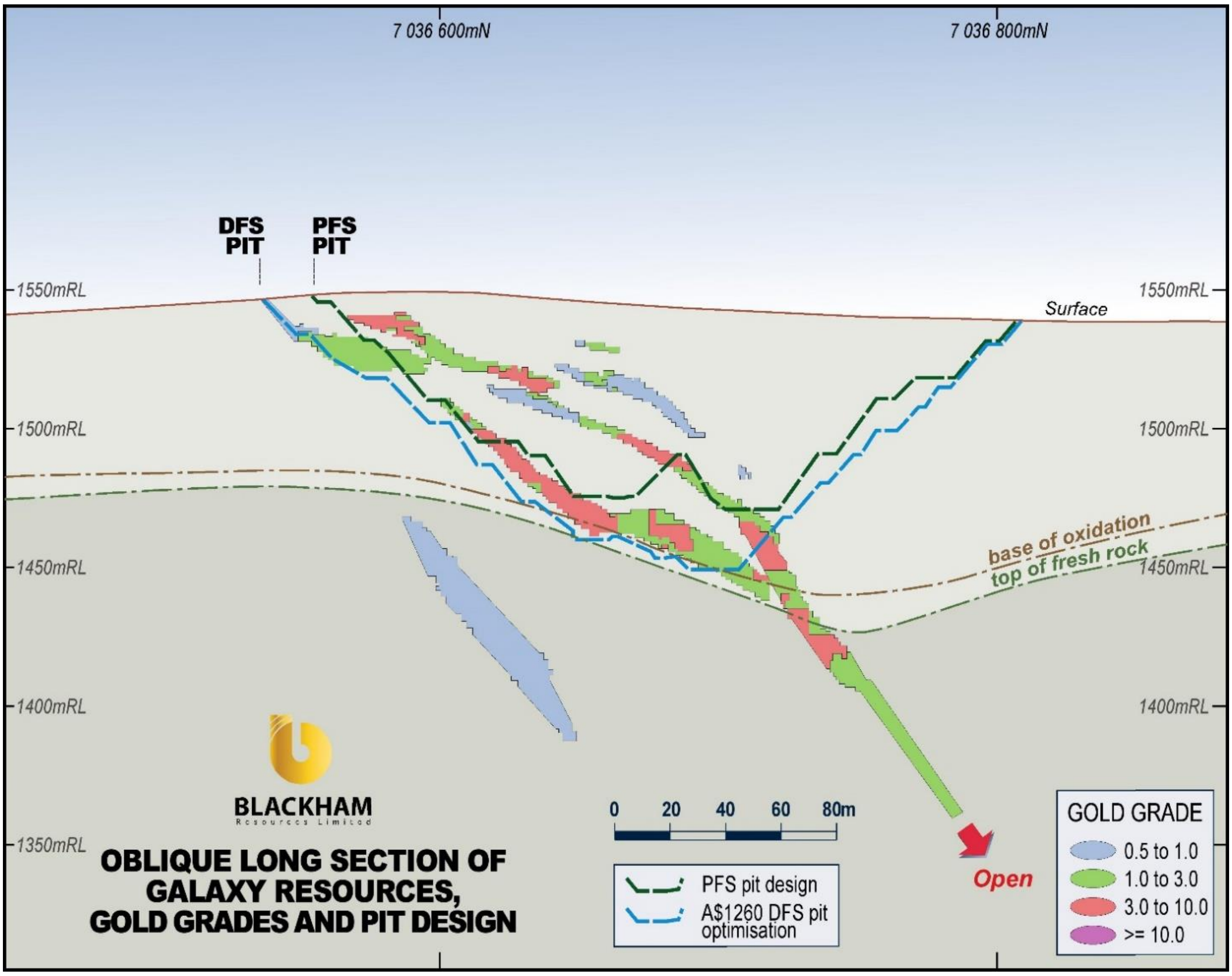

Fig 2. Schematic oblique long section view of Galaxy resource, ore and pits showing the likely increase in pit sizes from PFS to DFS.

The Galaxy quartz reef is initially planned to be mined by open pit. Below the base of the Galaxy pit requires further infill and extensional drilling to test the underground potential. Blackham's mining studies to date suggest Galaxy moderate to high grade ore from surface is an attractive feed for the Wiluna Gold Plant.

Fig 2. Compares the PFS pit design to the DFS pit optimisation that is being used to design the DFS pit. The increased pit size is due to the higher grade ore that has been confirmed at the base of the Galaxy pit.

Limited drilling exists below the pit and a follow up 800m RC programme has commenced to begin testing Galaxy's potential as an underground mining target.

DFS Metallurgy test work confirms free milling ore with strong metallurgical recoveries

The Golden Age free milling high grade ore has demonstrated DFS metallurgical recoveries of 93% after gravity and 12 hours of leaching. DFS gravity results in the Golden Age ore have shown 17% gravity recoveries.

The free milling Galaxy ore has demonstrated DFS metallurgical recoveries of 93-96% after gravity and 24 hours of leaching which is consistent with the PFS test results of 96%. DFS gravity results on the Galaxy ore shown 4% to 21% gravity recoveries. Galaxy PFS gravity recoveries were as high as 82% demonstrating the nuggetty nature of the orebody.

Blackham's processing flowsheet for the Wiluna Gold Plant will see the addition of a gravity circuit which should add significantly to the Galaxy and other quartz reef processing recoveries.

Matilda Project Resources

Blackham now has total resources of **44Mt @ 3.3g/t for 4.63Moz Au** all within a 20km radius of its 100% owned WGP gold plant. Measured and indicated resources now total **20Mt @ 3.5g/t for 2.2Moz**.

Matilda Gold Project Resource Summary												
Mining Centre	Measured			Indicated			Inferred			Total 100%		
	Mt	g/t Au	Koz Au	Mt	g/t Au	Koz Au	Mt	g/t Au	Koz Au	Mt	g/t Au	Koz Au
Matilda Mine	0.2	2.1	13	6.7	1.8	381	5.7	1.7	311	12.5	1.8	**705**
Golden Age				0.4	4.5	62	0.7	3.5	88	1.1	4.4	**150**
Galaxy				0.4	3.0	38	0.4	2.2	28	0.8	2.6	**66**
Williamson Mine				2.7	1.7	150	3.6	1.7	200	6.3	1.7	**350**
Regent				0.7	2.7	61	3.1	2.1	210	3.9	2.2	**270**
Bulletin South OP				0.8	3.1	80	1.6	3.5	180	2.4	3.3	**260**
East Lode				1.0	5.2	170	2.3	4.7	340	3.3	4.8	**510**
West Lode				1.4	5.5	240	2.8	5.2	460	4.2	5.3	**700**
Henry 5 - Woodley - Bulletin Deeps				2.1	5.9	400	0.8	4.6	120	2.9	5.6	**520**
Burgundy - Calais				1.3	6.0	250	0.3	5.7	60	1.6	6.0	**310**
Happy Jack - Creek Shear				1.5	5.9	290	1.3	4.8	200	2.9	5.4	**490**
Other Wiluna Deposits				0.8	4.3	106	1.5	4.0	195	2.3	4.1	**301**
Total	**0.2**	**2.1**	**13**	**20**	**3.5**	**2,228**	**24**	**3.1**	**2,392**	**44**	**3.3**	**4,632**

Mineral Resource estimates are not precise calculations, being dependent on the interpretation of limited information on the location shape and continuity of the occurrence and on the available sampling results. The figures in Table 3 above are rounded to two significant figures to reflect the relative uncertainty of the estimate.

Blackham's Managing Director commented, "The Golden Age and Galaxy resources are both important sources of high grade free milling ore for the initial years of the Matilda Project mine plan. Golden Age has all the required underground infrastructure already in place. From the mining and processing studies conducted to date, the high grades and strong recoveries from these orebodies plus the base load Matilda Mine ore will provide important cash flow to quickly payoff the low capital cost needed to re-commission the Wiluna Gold Plant."

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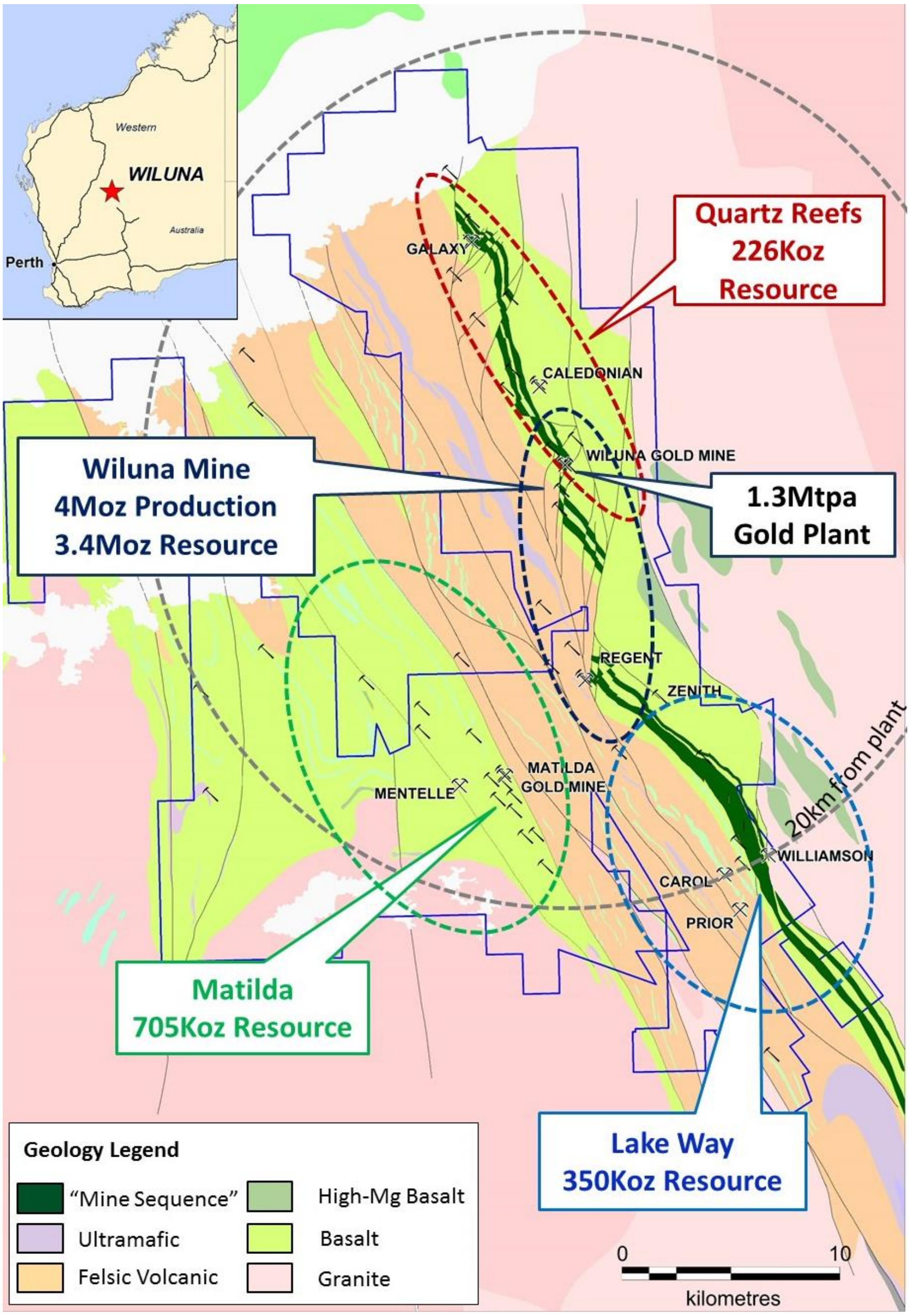

***Fig 3*. Regional plan of the Matilda Gold Project**

Competent Persons Statement

The information contained in the report that relates to Exploration Targets and Exploration Results at the Matilda Gold Project is based on information compiled or reviewed by Mr Cain Fogarty, who is a full-time employee of the Company. Mr Fogarty is a Member of the Australian Institute of Geoscientists and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which is being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Fogarty has given consent to the inclusion in the report of the matters based on this information in the form and context in which it appears.

The information contained in the report that relates to all other Mineral Resources is based on information compiled or reviewed by Mr Marcus Osiejak, who is a full-time employee of the Company. Mr Osiejak, is a Member of the Australian Institute of Mining and Metallurgy and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which is being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Osiejak has given consent to the inclusion in the report of the matters based on this information in the form and context in which it appears.

With regard to the Matilda Gold Project Mineral Resources, the Company is not aware of any new information or data that materially affects the information included in this report and that all material assumptions and parameters underpinning Mineral Resource Estimates as reported in the market announcements dated 21 October 2015 continue to apply and have not materially changed.

Forward Looking Statements

This announcement includes certain statements that may be deemed 'forward-looking statements'. All statements that refer to any future production, resources or reserves, exploration results and events or production that Blackham Resources Ltd ('Blackham' or 'the Company') expects to occur are forward-looking statements. Although the Company believes that the expectations in those forward-looking statements are based upon reasonable assumptions, such statements are not a guarantee of future performance and actual results or developments may differ materially from the outcomes. This may be due to several factors, including market prices, exploration and exploitation success, and the continued availability of capital and financing, plus general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance, and actual results or performance may differ materially from those projected in the forward-looking statements. The Company does not assume any obligation to update or revise its forward-looking statements, whether as a result of new information, future events or otherwise.

APPENDIX A - JORC Code, 2012 Edition – Table 1

Section 1 Sampling Techniques and Data

(Criteria in this section apply to all succeeding sections.)

Criteria	JORC Code explanation	Commentary
Sampling techniques	• *Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.* • *Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.* • *Aspects of the determination of mineralisation that are Material to the Public Report.* • *In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.*	• This is a portion of a large drilling database compiled since the 1930's by various project owners. Only the drilling results contained in this document are considered in this table, as it is impractical to comment on the entire database. Golden Age has been mainly core drilled from underground, though some surface RAB and RC drilling has tested the shallow portions of the deposit. Drilling data contained in this report includes RC and diamond core data. Drilling data is more complete for holes drilled since the early 2000's. Sundry data on sampling quality is not available and not evaluated in earlier drilling. • A total of 12 NQ2 diamond holes were completed by BLK and half core sampled. The drilling was completed to industry standard using varying sample lengths (0.3m to 1.2m) based on geology intervals. • Drill core is measured by tape and compared to downhole core blocks consistent with industry standards. • Historically, RC samples were composited in the field on 2m or 6m composites, with high-grade samples subsequently re-sampled on 1m intervals. Composited samples were spear-split, and / or reduced in size in the field using a riffle splitter to ensure sample representivity. For Blackham drilling, 4m composites were collected in the field, with 1m splits to be assayed where mineralisation is encountered. At the laboratory, samples >3kg were 50:50 riffle split to become <3kg. The <3kg splits were pulverized to produce a 50g charge for fire assay. • Gold analyses were obtained using industry standard methods; split samples were pulverized in an LM5 bowl to produce a 50g charge for assay by Fire Assay or Aqua Regia with AAS finish at the Wiluna Mine site laboratory. • Blackham Resources analysed samples using SGS laboratories in Perth. Analytical method was Fire Assay with a 50g charge and AAS finish (P-FA6).
Drilling techniques	• *Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).*	• Historical drilling data contained in this report includes RC and DD core samples. RC sampling utilized a face-sampling hammer of 4.5" or 5.5" diameter, and DD sampling utilized NQ2 half core samples. It is unknown if historical core was orientated, though it is not material to this report. • Blackham holes were orientated using an Ace Core Tool with structural measurements Alpha (α) and Beta (β) measured simultaneously using a Kenometer.
Drill sample recovery	• *Method of recording and assessing core and chip sample recoveries and results assessed.* • *Measures taken to maximise sample recovery and ensure representative nature of the samples.*	• RC sample recovery is not especially relevant in this instance as the drilling is predominantly from underground with diamond core. • Core is routinely assessed for loss and intervals are recorded accordingly. Any discrepancies with core blocks are discussed with the drill contractor. Overall recovery is very good.

	• *Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.*	• BLK diamond drilling practice results in excellent recovery due to the competent nature of the ground and being drilled from underground into fresh rock. • Historical drilling is assumed to be industry standard at that time. • There is no known relationship between sample recovery and grade; recoveries in diamond core are typically 100%.
Logging	• *Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.* • *Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.* • *The total length and percentage of the relevant intersections logged.*	• Samples are routinely logged for geology, including lithology, colour, oxidation, veining and mineralisation content. This level of detail is considered appropriate for Mineral Resource estimation. • Logging of geology and colour for example are interpretative and qualitative, whereas logging of mineral percentages is quantitative. All core is photographed. • Holes were logged entirely. Geology data has not yet been located for some holes, database compilation is on-going.
Sub-sampling techniques and sample preparation	• *If core, whether cut or sawn and whether quarter, half or all core taken.* • *If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.* • *For all sample types, the nature, quality and appropriateness of the sample preparation technique.* • *Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.* • *Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling.* • *Whether sample sizes are appropriate to the grain size of the material being sampled.*	• For core samples, it is assumed that sawn half-core was routinely sampled. Holes have been selectively sampled (visibly barren zones not sampled, though some quartz vein intervals have been left un-sampled), with a minimum sample width of 0.3m and maximum of 1.4m, though typically 1m intervals were selected. BLK core was cut in half with an Almonté diamond core saw; the top half of the core was sent to the laboratory for analysis and the other half was placed back in the core tray, transferred onto pallets, and moved to the core library. • Riffle splitting and half-core splitting of historical drilling are industry-standard techniques and considered to be appropriate. • Blackham core was assayed by SGS laboratory with sample preparation including a coarse crush to 6mm and the sample reduction using a dry pulverise to 75 microns. A scoop is used to subset 50g for fire assay with AAS finish. Only gold assays are being collected. • Crusher and pulp duplicates taken at 1:40. • Field duplicates have not been routinely taken. • Sample sizes are considered appropriate for these rock types and style of mineralisation, and are in line with standard industry practice.
Quality of assay data and laboratory tests	• *The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.* • *For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.* • *Nature of quality control procedures adopted (eg*	• Fire assay (50g), total technique with AAS determination, appropriate for gold. • No geophysical tools were used to obtain analyses. • Field duplicates, blank samples and certified reference standards were collected and inserted from at least the early 2000's. Results generally fall within acceptable levels. • Holes drilled prior no QAQC data has been located or evaluated. Some intervals logged as 'stope' were also assayed, presumably this is back-fill material and would be excluded from detailed investigation of these prospects. The presence of these intervals does not materially affect assessment of the prospects at this stage, although if anything prospectivity is enhanced as pre-mining metal tenor was greater than the drilling results indicate in stoped areas.

	standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.	• BLK drilling: certified reference material and blanks were submitted at a 1:40 ratio. A lab barren quartz flush is requested following predicted high grade (e.g. visible gold). Check samples are routinely submitted to an umpire lab at 1:40 ratio. Analysis of results confirms the accuracy and precision of the assay data.
Verification of sampling and assaying	• *The verification of significant intersections by either independent or alternative company personnel.* • *The use of twinned holes.* • *Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.* • *Discuss any adjustment to assay data.*	• BLK's significant intersections are verified by alternative company personnel. For historical results, significant intersections can't be independently verified. However, database validation has been done to ensure the latest assay set appears i.e. where intervals have been sub-split the newest assays are given priority. • The use of twin holes is not noted, as this is not routinely required. However, drilling at various orientations at a single prospect is common, and this helps to correctly model the mineralisation orientation. • Data is stored in Datashed SQL database. Internal Datashed validations and validations upon importing into Micromine were completed, as were checks on data location, logging and assay data completeness and down-hole survey information. QAQC and data validation protocols are contained within Blackham's manual "Blackham Exploration Manual 2015". • Conversion of lab non-numeric code to numeric for estimation.
Location of data points	• *Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.* • *Specification of the grid system used.* • *Quality and adequacy of topographic control.*	• All historical holes appear to have been accurately surveyed to centimetre accuracy. All BLK diamond drill holes are set-out and collars picked-up by a qualified surveyor. Downhole surveys were completed using a Reflex multi-shot camera at 30m intervals. • Grid systems used in this report are Wil10 local mine grid and GDA 94 Zone 51 S. Drilling collars were originally surveyed in either Mine Grid Wiluna 10 or AMG, and converted in Datashed to MGA grid. • An accurate topographical model covering the mine site has been obtained, drill collar surveys are closely aligned with this. Away from the mine infrastructure, drill hole collar surveys provide adequate topographical control.
Data spacing and distribution	• *Data spacing for reporting of Exploration Results.* • *Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.* • *Whether sample compositing has been applied.*	• Each of the prospects mentioned in this report has received sufficient historical drilling to allow structural orientation and lode thicknesses to be confidently interpreted. Drill spacing is general 50m x 25m or better, with holes oriented perpendicular to the strike of quartz reefs. • Drill core is logged and divided into sample intervals that have a minimum sample length of 0.3m and a maximum sample length of 1.2m. Geological boundaries are typically used to determine intervals. Most sample lengths are at 1m intervals and compositing is not applied until the estimation stage.
Orientation of data in relation to geological structure	• *Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.* • *If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed*	• In the historical data, no such bias is noted or believed to be a material factor. Potentially diamond half-core samples may show such bias to a minor degree; holes are orientated perpendicular to strike to mitigate any such bias.

	and reported if material.	
Sample security	• *The measures taken to ensure sample security.*	• It is not known what measures were taken historically. For Blackham drilling, samples are delivered to Toll Ipec freight yard in Wiluna by Blackham personnel, where they are stored in a gated locked yard (after hours) until transported by truck to the laboratory in Perth. In Perth the samples are likewise held in a secure compound.
Audits or reviews	• *The results of any audits or reviews of sampling techniques and data.*	• For Blackham drilling, data has been validated in Datashed and upon import into Micromine. QAQC data has been evaluated and found to be satisfactory. Historical assay techniques and data have not been reviewed in detail owing to the preliminary stage of exploration work.

Section 2 Reporting of Exploration Results

(Criteria listed in the preceding section also apply to this section.)

Criteria	JORC Code explanation	Commentary
Mineral tenement and land tenure status	• *Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.* • *The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.*	• All drill holes mentioned in this report are situated on granted mining licenses held 100% by Matilda Operations Pty Ltd, a fully-owned of Blackham Resources Ltd. • Tenements are in good standing and no impediments exist.
Exploration done by other parties	• *Acknowledgment and appraisal of exploration by other parties.*	• Historical artisanal mining was conducted on the tenements. Modern exploration and mining has been conducted on the Brothers, Golden Age and Republic reefs since the early-1990's. This exploration is considered to have been successful as it led to the definition of JORC-compliant mineral resources and profitable open pit and underground mines. The deposits remain 'open' in various locations and opportunities remain to find extensions to the known potentially economic mineralisation. Deeper portions of Republic and Brothers reefs more than 70m below surface have been poorly tested, with the intersections reported herein coming in some cases from holes designed to target other resource areas.
Geology	• *Deposit type, geological setting and style of mineralisation.*	• The gold deposits are categorised as orogenic gold deposits, with similarities to many other gold deposits in the Yilgarn region. The deposits are hosted within the Wiluna Domain of the Wiluna Greenstone Belt. Rocks in the Wiluna Domain have experienced greenschist-facies regional metamorphism and brittle deformation. The Wiluna Domain is comprised of a fairly monotonous sequence of foliated basalts and high-magnesian basalts, with intercalated felsic intrusions, lamprophyre dykes, metasediments, and dolerites. Gold mineralisation is related to quartz vein emplacement, typically along stratigraphic boundaries, and the lodes have also been disrupted by

Criteria	JORC Code explanation	Commentary
		later cross-faults.
Drill hole Information	• *A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes:* ○ *easting and northing of the drill hole collar* ○ *elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar* ○ *dip and azimuth of the hole* ○ *down hole length and interception depth* ○ *hole length.* • *If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.*	• Please see tables in the body of this report.
Data aggregation methods	• *In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated.* • *Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.* • *The assumptions used for any reporting of metal equivalent values should be clearly stated.*	• Assay intervals reported are length-weighted averages. Intervals are reported using a 1g/t lower cut-off and maximum 2m internal contiguous dilution. • No metal equivalent grades are reported as Au is the only metal of economic interest.
Relationship between mineralisation widths and intercept lengths	• *These relationships are particularly important in the reporting of Exploration Results.* • *If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.* • *If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known').*	• Please see assay tables in the body of this report. • Holes were often drilled obliquely to mineralisation owing to the difficulty in finding optimum drilling locations around the mine infrastructure, particularly at Golden Age, or in other cases the reefs were not the intended target such that drilling angles were not optimal. Holes targeting the reefs were generally drilled perpendicular to strike and dip. Accordingly, true widths are approximately 80% of down-hole widths.

Criteria	JORC Code explanation	Commentary
Diagrams	• *Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported. These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.*	• Please see body of this report for diagrams and tables.
Balanced reporting	• *Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.*	• Selected intervals have been reported owing to impracticality of reporting the large drilling database.
Other substantive exploration data	• *Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.*	• Not material to this report.
Further work	• *The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).* • *Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.*	• Step-out drilling is planned to locate high-grade extensions to shoots at depth and along strike of historical drilling intercepts. Please see body of the report for locations of the targets identified for high-priority drilling.

Section 3 Estimation and Reporting of Mineral Resources

(Criteria listed in section 1, and where relevant in section 2, also apply to this section.)

Criteria	JORC Code explanation	Commentary

Database integrity	• *Measures taken to ensure that data has not been corrupted by, for example, transcription or keying errors, between its initial collection and its use for Mineral Resource estimation purposes.*
	• *Data validation procedures used.*
		• All data has been uploaded using Datashed which incorporates a series of internal checks.
		• The Wiluna dataset has been validated in Datashed and Surpac using internal validation macros and checks. Holes have been checked and corrected where necessary for:
		  • Intervals beyond EOH depth
		  • Overlapping intervals

Criteria	JORC Code explanation	Commentary
		• Missing intervals • Holes with duplicate collar co-ordinates (i.e. same hole with different names) • Missing dip / azimuth • Holes missing assays • Holes missing geology
Site visits	• *Comment on any site visits undertaken by the Competent Person and the outcome of those visits.* • *If no site visits have been undertaken indicate why this is the case.*	• A site visit has been undertaken and no concerns or issues were discovered.
Geological interpretation	• *Confidence in (or conversely, the uncertainty of) the geological interpretation of the mineral deposit.* • *Nature of the data used and of any assumptions made.* • *The effect, if any, of alternative interpretations on Mineral Resource estimation.* • *The use of geology in guiding and controlling Mineral Resource estimation.* • *The factors affecting continuity both of grade and geology.*	• The interpretation of the mineralisation was carried out using a methodical approach to ensure continuity of the geology and estimated mineral resource using Surpac software. The confidence in the geology and the associated mineralisation is high. • All available geological data was used in the interpretation including mapping, drilling, oxidation surfaces and interpretations of high grade ore shoots. Only diamond and reverse circulation drilling samples were used in the final estimate however all available grade control data was used in the geological assessment. • No alternate interpretations have been completed. The current interpretation follows similar methodology to that used historically. • Drill logging has been used to constrain the 3D wireframes. • Gold mineralisation is predominantly associated with second to third order north and northeast trending brittle to brittle-ductile dextral strike-slip faults, localised at dilational bends or jogs along faults, at fault intersections, horsetail splays and in subsidiary overstepping faults.
Dimensions	• *The extent and variability of the Mineral Resource expressed as length (along strike or otherwise), plan width, and depth below surface to the upper and lower limits of the Mineral Resource.*	• Strike length = ~ 3700 m • Width (total of combined parallel lodes) = ~ 800 m • Depth (from surface) = ~ 0 to 1000 m
Estimation and modelling techniques	• *The nature and appropriateness of the estimation technique(s) applied and key assumptions, including treatment of extreme grade values, domaining, interpolation parameters and maximum distance of extrapolation from data points. If a computer assisted estimation method was chosen include a description of computer software and parameters used.* • *The availability of check estimates, previous estimates and/or mine production records and whether the Mineral Resource*	• The sample domains were flagged into an Access database from a validated wireframe. • A composites string-file was then created in Surpac with a 1.0 m composite length and a minimum percentage of sample to include at 30%. • Only Diamond Drilling were used in the estimate. • Resource estimation for the Wiluna mineralisation was completed using Ordinary Kriging for Gold (Au) and Inverse Distance Squared for Sulphur (S). Blockmodel field coding was used to constrain the estimate. • Soft boundaries were utilised between the oxidation surfaces. • Only samples contained within each individual ore wireframe were used for the estimate of

Criteria	JORC Code explanation	Commentary
	estimate takes appropriate account of such data. • *The assumptions made regarding recovery of by-products.* • *Estimation of deleterious elements or other non-grade variables of economic significance (eg sulphur for acid mine drainage characterisation).* • *In the case of block model interpolation, the block size in relation to the average sample spacing and the search employed.* • *Any assumptions behind modelling of selective mining units.* • *Any assumptions about correlation between variables.* • *Description of how the geological interpretation was used to control the resource estimates.* • *Discussion of basis for using or not using grade cutting or capping.* • *The process of validation, the checking process used, the comparison of model data to drill hole data, and use of reconciliation data if available.*	that lode. • A number of previous resource estimates and studies have been undertaken and were reviewed to assist in the development of this resource estimate. • The modelled wireframes were used to create a blockmodel with a user block size of 2mE by 10mN by 10mRL. The model used variable sub-blocking to 0.5mE by 2.5mN by 2.5mRL. The Block size corresponds to around half of the nominal drillhole spacing for all the main lodes. • Specifically for the Golden Age narrow vein a user block size of 2mE by 2mN by 2mRL. The model used variable sub-blocking to 0.5mE by 0.5mN by 0.5mRL. The smaller block sizes are based on the narrow nature of the Golden Age ore body and the corresponding data density. • The search ellipses used were based on the ranges of continuity observed in the variograms along with considerations of the drillhole spacing and lode geometry. The search ellipse was rotated to best reflect the lode geometry and the geology as seen in the drilling and as described in the logging. This geometry was checked to ensure that it was also supported by the variogram analysis. • Ordinary kriging parameters were also checked against those used in previous resource estimates and variography studies. No significant differences were discovered. • Three search passes were used to populate blocks using search ellipse distances based on ranges observed in the variograms. Typically the first pass was no more than 30 m and a second pass no more than 60 m. Each pass incorporated a different set of sample selection criteria to ensure blocks were filled with an appropriate level of statistical confidence. • For the first two passes at least 3 individual drillholes were required to complete the estimate. • Topcuts were determined from statistical analysis. A number of factors were taken into consideration when determining the top-cuts including: o The disintegration point of the data on the probability plots; o Having a coefficient of variance (CV) under 2.0; and o Reviewing the model (block) grades against the composites. • The estimate was validated using a number of techniques including but not limited to: o A visual comparison of block grade estimates and the drill hole data; o A comparison of the composite and estimated block grades; o A comparison of the estimated block grades for the ordinary kriged model against an inverse distance model. o A comparison of the estimated block grades for ordinary kriged models using different cut-off grades for the composites. o A comparison of the estimated block grades against the composite grades along northings.
Moisture	• *Whether the tonnages are estimated on a dry basis or with*	• Tonnages are estimated on a dry basis.

Criteria	JORC Code explanation	Commentary
	natural moisture, and the method of determination of the moisture content.	
Cut-off parameters	• *The basis of the adopted cut-off grade(s) or quality parameters applied.*	• A global reporting cut-off grade of 4.00g/t was applied to the Golden Age resource. This is based on the understanding that a variety of underground mining techniques (including but not exclusive to) air-legging may be used.
Mining factors or assumptions	• *Assumptions made regarding possible mining methods, minimum mining dimensions and internal (or, if applicable, external) mining dilution. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential mining methods, but the assumptions made regarding mining methods and parameters when estimating Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the mining assumptions made.*	• No mining factors or assumptions have been applied although it is envisaged that the resource has been created on the basis of an underground mining method.
Metallurgical factors or assumptions	• *The basis for assumptions or predictions regarding metallurgical amenability. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential metallurgical methods, but the assumptions regarding metallurgical treatment processes and parameters made when reporting Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the metallurgical assumptions made.*	• Wiluna ores are typically extremely refractory, with most gold occurring in either solid solution or as submicroscopic particles within fine-grained sulphides. • Golden Age mineralisation is free milling/oxide gold; this is located throughout the quartz but appears more concentrated where there are stylolites. There is commonly a strong base metals signature with galena, chalcopyrite, sphalerite and pyrite being common. These areas also include higher grades but the gold is not associated with the sulphides as with the refractory ore. The mineralization is mainly in the quartz reef but there are some splays of quartz, especially to the footwall which can contain gold. • The Golden Age free milling high grade ore has demonstrated DFS metallurgical recoveries of 93% after gravity and 12 hours of leaching. DFS gravity results in the Golden Age ore have shown 17% gravity recoveries.
Environmen-tal factors or assumptions	• *Assumptions made regarding possible waste and process residue disposal options. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider the potential environmental impacts of the mining and processing operation. While at this stage the determination of potential environmental impacts, particularly for a greenfields project, may not always be well advanced, the status of early consideration of these potential environmental impacts should be reported. Where these aspects have not been considered this should be reported*	• No environmental, permitting, legal, taxation, socio-economic, marketing or other relevant issues are known, that may affect the estimate.

Criteria	JORC Code explanation	Commentary
	with an explanation of the environmental assumptions made.	
Bulk density	• *Whether assumed or determined. If assumed, the basis for the assumptions. If determined, the method used, whether wet or dry, the frequency of the measurements, the nature, size and representativeness of the samples.* • *The bulk density for bulk material must have been measured by methods that adequately account for void spaces (vugs, porosity, etc), moisture and differences between rock and alteration zones within the deposit.* • *Discuss assumptions for bulk density estimates used in the evaluation process of the different materials.*	• Bulk densities were assigned as 1.80 t/m^3 for oxide, 2.40 t/m^3 for transitional and 2.80 t/m^3 • A total of 16,206 bulk density determinations have been collected by extensive sampling of diamond drill core in Calais – Henry 5, East Lode North and Calvert areas throughout the orebody and in wallrock adjacent to the mineralisation. All sections of the underground resource are in primary rock, and Bulk Density values are relatively uniform throughout. • Bulk Density determinations were completed by Apex staff for every assayed interval since the commencement of Apex's involvement with the project to the end of 2008. In addition, in areas where Apex bulk density determinations are considered too sparse, pre-Apex diamond core has been used for determinations. • Bulk density data has also been captured by BLK that supports previous determinations.

Classification	• *The basis for the classification of the Mineral Resources into varying confidence categories.*
	• *Whether appropriate account has been taken of all relevant factors (ie relative confidence in tonnage/grade estimations, reliability of input data, confidence in continuity of geology and metal values, quality, quantity and distribution of the data).*
	• *Whether the result appropriately reflects the Competent Person's view of the deposit.*
		• A range of criteria were considered when addressing the suitability of the classification boundaries to the resource estimate.
		  ○ Geological continuity and volume models;
		  ○ Drill spacing and available mining information;
		  ○ Modelling technique
		  ○ Estimation properties including search strategy, number of informing composites, average distance of composites from blocks, number of drillholes used and kriging quality parameters.
		• The classification for this model was predominantly based on the estimation pass. With the first pass relating to an indicated resource and the second pass being inferred.
		• The classification of the blocks was also visually checked and adjusted to remove any "spotted dog" effects. No measured resources were calculated.

Audits or reviews	• *The results of any audits or reviews of Mineral Resource estimates.*	• Audits have been undertaken on the resource estimates completed by Apex Minerals in 2012. No major issues were discovered and recommendations made from those audits have been assessed and included where required in subsequent estimates. • The Golden Age Resource was completed by RESEval and reviewed by Blackham staff.
Discussion of relative accuracy/ confidence	• *Where appropriate a statement of the relative accuracy and confidence level in the Mineral Resource estimate using an approach or procedure deemed appropriate by the Competent Person. For example, the application of statistical or geostatistical procedures to quantify the relative accuracy of the resource within stated confidence limits, or, if such an approach is not deemed appropriate, a qualitative discussion of the factors that could affect the relative accuracy and*	• This resource estimate is intended an underground mining assessment and reports global estimates.

Criteria	JORC Code explanation	Commentary
	confidence of the estimate. • *The statement should specify whether it relates to global or local estimates, and, if local, state the relevant tonnages, which should be relevant to technical and economic evaluation. Documentation should include assumptions made and the procedures used.* • *These statements of relative accuracy and confidence of the estimate should be compared with production data, where available.*	

APPENDIX B - JORC Code, 2012 Edition Table 1 – Galaxy

Section 1 Sampling Techniques and Data

(Criteria in this section apply to all succeeding sections.)

Criteria	JORC Code explanation	Commentary
Sampling techniques	• *Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.* • *Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.* • *Aspects of the determination of mineralisation that are Material to the Public Report.* • *In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.*	• Prior to Blackham Resources, a majority of samples were obtained on 1m intervals, with a smaller number of samples obtained on 2m, 4m and 8m intervals. Early stages of RAB and RC utilised 8m or 2m composites, respectively, collected in the field. Subsequently, selected zones of economic interest were riffle-split and re-assayed on 1m intervals. Later stages of RC drilling were sampled on 1m intervals from surface in the field using a riffle splitter. Diamond drilling was completed to industry standard using varying sample lengths (0.3m to 1.2m) based on geology intervals. • Blackham Resources obtained 1m samples using a rig-mounted cone splitter. • Blackham's sampling procedures are in line with standard industry practice to ensure sample representivity. Core samples are routinely taken from the right-hand-side of the bottom-of hole cut line. For Blackham's RC drilling, the drill rig (and cone splitter) is always jacked up so that it is level with the earth to ensure even splitting of the sample. It is assumed that previous owners of the project had procedures in place in line with standard industry practice to ensure sample representivity. • Drill core is measured by tape and compared to downhole core blocks consistent with industry standards. • Historically, gold analyses were obtained using industry standard methods; split samples were pulverized in an LM5 bowl to produce a 50g charge for assay by Fire Assay or Aqua

Criteria	JORC Code explanation	Commentary
		Regia with AAS finish at the Wiluna Mine site laboratory.Blackham Resources analysed samples using SGS laboratories in Perth. Analytical method was Fire Assay with a 50g charge and AAS finish (P-FA6).
Drilling techniques	• *Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).*	• Prior to Blackham Resources, the deposit was drilled using 497 RAB holes for 18778.6m, 93 RC holes for 7441m and 1 DD hole for 160m. RAB holes were drilled on 100m-spaced NS and EW lines, with holes generally spaced either 25m apart or 12.5m apart on each line. Most RAB holes were drilled vertically though some were angled towards either the west or south. Some holes were drilled off the grid pattern adjacent to historical workings and early RC holes were drilled either vertically or angled towards the E, W, or S. In later phases, RC holes were angled optimally towards the SW. The single DD hole was optimally angled towards the SW. Hole diameter information is not recorded. • Blackham DD data reported herein is HQ3 and PQ diameter, and orientated where possible using a Reflex ACT III tool. Downhole surveys are taken every 30m using a Reflex EZ-TRAC tool. Historical drilling data contained in this report includes RC, RAB and DD core samples. RC sampling utilized face-sampling hammer of 4.5” to 5.5” diameter, RAB sampling utilized open-hole blade or hammer sampling, and DD sampling utilized half core samples. It is unknown if core was orientated, though it is not material to this report. All Blackham RC drilling used a face-sampling bit.
Drill sample recovery	• *Method of recording and assessing core and chip sample recoveries and results assessed.* • *Measures taken to maximise sample recovery and ensure representative nature of the samples.* • *Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.*	• Prior to Blackham Resources drill sample recovery methods were not recorded. • For Blackham DD drilling, drill core recovery is measured by drillers and Blackham staff, logged per drill run and stored in a digital database. For Blackham RC drilling, chip sample recovery is visually estimated by volume for each 1m bulk sample bag, and recorded digitally in the sample database. For historical drilling, recovery data for drill holes contained in this report has not been located or assessed, owing to incomplete data records. Database compilation is ongoing. • For Blackham DD drilling, sample recovery is maximised by using best-practice drilling techniques, such as short drill runs, and split tubes. For depth mark-up and sampling the core is reconstructed in an orientation angle bar to ensure accuracy. Representivity of samples is maximised by routinely sampling half core on the right-hand side of the orientation line, and is checked through analysis of duplicate sampling results. RC drilling, sample recovery is maximized by pulling back the drill hammer and blowing the entire sample through the rod string at the end of each metre. Where composite samples are taken, the sample spear is inserted diagonally through the sample bag from top to bottom to ensure a full cross-section of the sample is collected. To minimize contamination and ensure an even split, the cone splitter is cleaned with compressed air at the end of each rod, and the cyclone is cleaned every 50m and at the end of hole, and more often when

Criteria	JORC Code explanation	Commentary
		wet samples are encountered. Historical practices are not known, though it is assumed similar industry-standard procedures were adopted by each operator. For historical drilling with dry samples it is unknown what methods were used to ensure sample recovery, though it is assumed that industry-standard protocols were used to maximize the representative nature of the samples, including dust-suppression and rod pull-back after each drilled interval. For wet samples, it is noted these were collected in polyweave bags to allow excess water to escape; this is standard practice though can lead to biased loss of sample material into the suspended fine sample fraction. In historical drilling, some intervals logged as 'stope' were assayed, presumably this is back-fill material and would be excluded from detailed investigation of these prospects. The presence of these intervals does not materially affect assessment of the prospects at this stage. • For Blackham drilling, no such relationship was evaluated as sample recoveries were generally very good. For historical drilling no relationship was investigated as recovery data is not available.
Logging	• *Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.* • *Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.* • *The total length and percentage of the relevant intersections logged.*	• Samples have been routinely logged for geology, including lithology, colour, oxidation, veining and mineralisation content. This level of detail is considered appropriate for Mineral Resource estimation. • Logging of geology and colour for example are interpretative and qualitative, whereas logging of mineral percentages is quantitative. All core is photographed. • Holes were logged entirely. • Core photography was taken for BLK diamond drilling.
Sub-sampling techniques and sample preparation	• *If core, whether cut or sawn and whether quarter, half or all core taken.* • *If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.* • *For all sample types, the nature, quality and appropriateness of the sample preparation technique.* • *Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.* • *Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling.* • *Whether sample sizes are appropriate to the grain size of the material being sampled.*	• Sawn half core HQ3 or quarter core PQ is routinely analysed. Sampling techniques and preparation are mostly unknown for the historical drilling (one diamond core hole). Historical core in storage is half core, previous operators used a minimum sample width of 0.4m and maximum of 1.4m, though typically 1m intervals were selected. • Sampling is drill core and RC. Historically, RC and RAB samples were riffle split for dry samples; wet samples were collected in polyweave bags and speared. RC and RAB samples were initially composited on 2m, 4m or 6m intervals. Composites grading >0.1g/t were subsequently assayed on 1m intervals. For Blackham drilling, 1m samples were split using a cone splitter. 4m composite samples were collected with a spear tube where mineralisation was not anticipated. Most samples were dry; the moisture content data was logged and digitally captured. Where it proved impossible to maintain dry samples, at most three consecutive wet samples were obtained before drilling was abandoned, as per procedure.

Criteria	JORC Code explanation	Commentary
		• Half-core HQ3 sampling and quarter core PQ are considered standard industry practice for this style of mineralisation. Quarter coring of PQ was selected due to the larger sample volume relative to HQ3, and the desire to retain maximum sample volume for other metallurgical tests. Boyd crushing to -2mm for samples >3kg is completed owing to the coarse nature of gold nuggets, prior to obtaining a <3kg sub-split for pulverisation. For RC sampling, riffle splitting and half-core splitting are industry-standard techniques and considered to be appropriate. • Boyd <2mm crushing and splitting is considered to be standard industry practice; each sample particle has an equal chance of entering the split chute. At the laboratory, >3kg samples are split so they can fit into a LM5 pulveriser bowl. For historical drilling, field duplicates, blank samples and certified reference standards were collected and inserted from at least the early 2000's. Investigation revealed sufficient quality control performance. • Field duplicates were collected approximately every 40 samples, by taking a 50:50 split from the Boyd crusher / splitter. No clear errors have been noted. For RC drilling, field duplicates were collected every ~40m down hole for Blackham holes. Analysis of results indicated good correlation between primary and duplicate samples. No field duplicate data has been located or evaluated in earlier drilling. • Sample sizes are considered appropriate for these rock types and style of mineralisation, and are in line with standard industry practice.
Quality of assay data and laboratory tests	• *The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.* • *For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.* • *Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.*	• Prior to Blackham Resources, laboratory name and locations not verified. Assaying techniques not known for all samples. Wiluna Mines analysed for gold using Aqua Regia digestion with AAS reading (AR_AAS) and follow-up Fire Assay with AAS reading (FA_AAS) in ore-grade areas. Presumably these samples were analysed at the mine site lab, though this is unconfirmed. Normandy utilised screen fire assay (SFA) and Agincourt utilised FA_AAS. • Fire assay (50g), total technique with AAS determination, appropriate for gold. • Field duplicates, blank samples and certified reference standards were collected and inserted from at least the early 2000's. Results generally fall within acceptable levels. • No geophysical tools were used to determine any element concentrations used in the resource estimate. • As above, it appears field duplicates were collected for certain Agincourt Resources and Great Central Mines-era RC holes; it appears that QAQC measures were implemented though the data could not be located for verification. • BLK drilling: certified reference material and blanks were submitted at a 1:40 ratio. A lab barren quartz flush is requested following predicted high grade (e.g. visible gold). Check samples are routinely submitted to an umpire lab at 1:40 ratio. Analysis of results confirms

Criteria	JORC Code explanation	Commentary
		the accuracy and precision of the assay data.
Verification of sampling and assaying	• *The verification of significant intersections by either independent or alternative company personnel.* • *The use of twinned holes.* • *Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.* • *Discuss any adjustment to assay data.*	• BLK's significant intersections are verified by alternative company personnel. For historical results, significant intersections can't be independently verified. However, database validation has been done to ensure the latest assay set appears i.e. where intervals have been sub-split the newest assays are given priority. • The DD program has been designed to twin historical RC and Blackham RC drilling; results broadly match the DD results. Drilling has also been designed at different orientations, to help correctly model the mineralisation orientation and test for alternative orientations. Data is stored in Datashed SQL database. Internal Datashed validations and validations upon importing into Micromine were completed, as were checks on data location, logging and assay data completeness and down-hole survey information. QAQC and data validation protocols are contained within Blackham's manual "Blackham Exploration Manual 2015". • Conversion of lab non-numeric code to numeric for estimation.
Location of data points	• *Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.* • *Specification of the grid system used.* • *Quality and adequacy of topographic control.*	• All historical holes appear to have been accurately surveyed to centimeter accuracy. Blackham holes reported herein have been DGPS surveyed. • Grid systems used in this report is GDA 94 Zone 51 S. Historical drilling collars were originally surveyed in AMG, and converted in Datashed to MGA grid. • A topographical survey has been flown with 30cm vertical accuracy, which has been used to determine historical pre-Blackham collar RL's.
Data spacing and distribution	• *Data spacing for reporting of Exploration Results.* • *Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.* • *Whether sample compositing has been applied.*	• Prior to Blackham Resources, the hole spacing is irregular owing to various phases of drilling having been completed, with some phases completed without an understanding the orientation of mineralisation. Typically however, hole spacing is less than 25m in EW and NS directions. • Blackham Resources drilling is set out on a 20x20m pattern, with holes orientated towards southwest perpendicular to the dominant orientation of mineralisation. There is a secondary orientation of lodes which has also been targeted by drilling holes oriented towards the southeast. • The mineralisation lodes show sufficient continuity of both geology and grade between holes to support the definition of 2012 JORC compliant resources. • However, doubt remains over the geometry of mineralisation in places, and whether it is aligned with the dominant NW trend, or the secondary NE trend. This doubt justifies a relatively lower level of confidence under the JORC code. Further drilling is warranted. • RC Samples have been collected on 1m lengths. All assay intervals are in multiples of 1m so there are no residual excluded intervals. Diamond Drill core is logged and divided into sample intervals that have a minimum sample length of 0.3m and a maximum sample length of 1.2m.

Criteria	JORC Code explanation	Commentary
		Geological boundaries are typically used to determine intervals. Most sample lengths are at 1m intervals and compositing is not applied until the estimation stage.
Orientation of data in relation to geological structure	• *Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.* • *If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.*	• In the historical data, no such bias is noted or believed to be a material factor. Potentially diamond half-core samples may show such bias to a minor degree; holes are orientated perpendicular to strike to mitigate any such bias. • For Blackham DD sampling, a cut line is routinely drawn at an angle 10 degrees to the right of the orientation line. Where no orientation line can be drawn, where possible samples are cut down the axis of planar features such as veins, such that the two halves of core are mirror images. The RC technique utilizes the entire 1m sample so significant bias is unlikely
Sample security	• *The measures taken to ensure sample security.*	• Prior to Blackham resources, this is not recorded. For Blackham resources drilling, samples are delivered in closed packages to Tolllpec transport company by Blackham staff, and stored in a locked yard overnight until dispatch to the laboratory in Perth. Upon arrival, samples are again held in a secure yard, and tracked through the sample processing flow.
Audits or reviews	• *The results of any audits or reviews of sampling techniques and data.*	• For Blackham drilling, data has been validated in Datashed and upon import into Micromine. QAQC data has been evaluated and found to be satisfactory. Historical assay techniques and data have not been reviewed in detail owing to the preliminary stage of exploration work. • Blackham Resources staff have visited the ALS lab and confirmed that the sample handling systems and techniques meet the industry standard.

Section 2 Reporting of Exploration Results

(Criteria listed in the preceding section also apply to this section.)

Criteria	JORC Code explanation	Commentary
Mineral tenement and land tenure status	• *Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.* • *The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.*	• All drill holes mentioned in this report are situated on granted mining licenses held 100% by Matilda Operations Pty Ltd or Kimba Resources Pty Ltd, a fully-owned subsidiaries of Blackham Resources Ltd. • Tenements are in good standing and no impediments exist.
Exploration done by other parties	• *Acknowledgment and appraisal of exploration by other parties.*	• The Galaxy area was initially worked in the early 1900's for alluvial gold. There are numerous small historical diggings and exploratory shafts. Between 1982 and 1988, work was performed on tenements comprising the Galaxy-Mt. Poole-Orion group of deposits by Asarco under the Wiluna

		JV. Details are not well reported; however the data appears in reasonable condition and has been successfully captured in the digital data sets. Mapping and sampling re-evaluated the encouraging results received from grab samples near the Galaxy workings, and revealed that anomalous gold values are derived from transported quartz boulders cemented in the 1-2m thick regolith. • Successive phases of RAB and RC drilling were conducted from 1988 onwards. RAB holes were typically drilled vertically on lines spaced 100m apart in both N-S and E-W directions. Holes were typically spaced either 25m apart or 12.5 apart along each drill line. Numerous holes were also drilled adjacent to historical workings rather than on a grid pattern, and thus failed to optimally intersect gold that is confined to thin quartz veins and narrow sericitic haloes. More recently orientated RC and DD holes were drilled at -60°/228° approximately perpendicular to the mineralised shoots was able to effectively test the down-dip portions of the deposit. Drilling was of sufficient quality and spacing for delineation of mineral resources by Wiluna Mines, Great Central Mines, Newmont, and in turn Blackham Resources.
Geology	• *Deposit type, geological setting and style of mineralisation.*	• The gold deposit is categorized as an orogenic gold deposit, with similarities to most other gold deposits in the Yilgarn region. The Wiluna domain consists of a greenstone succession that has undergone greenschist facies metamorphism. • The strongly mineralised eastern subdomain, in which the Williamson deposit mine is situated, consists mainly of dolerites, tholeiitic rocks and high-magnesium basalts, interlayered felsic porphyry and dolerite sills. Interflow sedimentary rocks are also present. Mineralisation is structurally controlled by the Wiluna strike-slip fault system. Gold occurrences are predominantly associated with north or northeast trending dextral strike-slip faults. • Gold Mineralisation is structurally controlled by the Wiluna strike-slip fault system. Gold occurrences are predominantly associated with north or northeast trending dextral strike-slip faults. Gold mineralisation is localised at dilational bends or jogs along the faults, at fault intersections, horsetail splays and in later stage cross-cutting structures. • Mineralisation at Galaxy is hosted in high-magnesian basalts, with minor interflow sediments, volcanics and high magnesium basalts of the Wiluna Mine sequence. Mineralisation appears to be controlled by a macro-ptygmatic, Z-folded, quartz vein array, resulting in stacked, relatively flat lying mineralisation envelopes. Most Galaxy mineralisation is contained within three parallel, NW-striking NE-dipping shoots. The entire sequence is cut by NE-trending, syn- to post-mineralisation dextral strike-slip faults and fracture zones where narrow dilation, resultant fluid flow and gold mineralisation occurs peripheral to quartz pods and veins delineating the major fault traces. Although carbonation is widespread, the amount of sericite-pyrite alteration is considered restrictive and not indicative of high priority targets.
Drill hole Information	• *A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes:*	• All Drill hole information is contained within the Access database used to define the resource.

	○ *easting and northing of the drill hole collar* ○ *elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar* ○ *dip and azimuth of the hole* ○ *down hole length and interception depth* ○ *hole length.* • *If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.*	
Data aggregation methods	• *In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated.* • *Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.* • *The assumptions used for any reporting of metal equivalent values should be clearly stated.*	• Assay intervals reported are length-weighted averages. Intervals are reported using a 0.6g/t lower cut-off, minimum of 1.2gram x metres, and maximum 2m internal contiguous dilution. High grade intervals of >5g/t are likewise separately reported. • No metal equivalent grades are reported as Au is the only metal of economic interest.
Relationship between mineralisation widths and intercept lengths	• *These relationships are particularly important in the reporting of Exploration Results.* • *If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.* • *If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known').*	• The majority of RC holes were optimally oriented at -60°/228° to intersect the moderately NW-dipping mineralisation. Several holes were also oriented at -60/138° to intersect cross-cutting NE-trending lodes. Thus reported mineralised widths are close to true mineralisation widths.
Diagrams	• *Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.*	• Please see body of this report for diagrams and tables.
Balanced reporting	• *Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.*	• Please see body of this report for diagrams and tables. • Drill hole collars and starting azimuths have been accurately recorded using a handheld GPS and sighting compass. Down hole dip values and azimuths were recorded for RC using a single-shot Eastman camera. Results are accurate to 0.1°, and the tool was regularly checked for calibration.

Other substantive exploration data	• *Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.*	• Not material to this report.
Further work	• *The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).* • *Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.*	• Follow-up resource definition drilling is intended, as mineralisation is interpreted to remain open in various directions. RC infill of resource areas currently defined by predominantly RAB drilling will be required.

Section 3 Estimation and Reporting of Mineral Resources

(Criteria listed in section 1, and where relevant in section 2, also apply to this section.)

Criteria	JORC Code explanation	Commentary

Database integrity	• *Measures taken to ensure that data has not been corrupted by, for example, transcription or keying errors, between its initial collection and its use for Mineral Resource estimation purposes.*
	• *Data validation procedures used.*
		• All data has been uploaded using Datashed which incorporates a series of internal checks.
		• The Galaxy dataset has been validated in Datashed and Surpac using internal validation macros and checks. Holes have been checked and corrected where necessary for:
		  • Intervals beyond EOH depth
		  • Overlapping intervals
		  • Missing intervals
		  • Holes with duplicate collar co-ordinates (i.e. same hole with different names)
		  • Missing dip / azimuth
		  • Holes missing assays
		  • Holes missing geology

Site visits	• *Comment on any site visits undertaken by the Competent Person and the outcome of those visits.* • *If no site visits have been undertaken indicate why this is the case.*	• A site visit was undertaken and no concerns were found.
Geological interpretation	• *Confidence in (or conversely, the uncertainty of) the geological interpretation of the mineral deposit.* • *Nature of the data used and of any assumptions made.* • *The effect, if any, of alternative interpretations on Mineral Resource estimation.*	• The interpretation of the mineralisation was carried out using a methodical approach to ensure continuity of the geology and estimated mineral resource using Surpac software. The confidence in the geology and the associated mineralisation is high. • All available geological data was used in the interpretation including mapping, drilling, oxidation surfaces and interpretations of high grade ore shoots.

Criteria	JORC Code explanation	Commentary
	• *The use of geology in guiding and controlling Mineral Resource estimation.* • *The factors affecting continuity both of grade and geology.*	• No alternate interpretations have been completed. • Drill logging has been used to constrain the 3D wireframes. • Gold mineralisation is localised at dilatational bends or jogs along the faults, at fault intersections or associated with later stage cross-cutting structures.
Dimensions	• *The extent and variability of the Mineral Resource expressed as length (along strike or otherwise), plan width, and depth below surface to the upper and lower limits of the Mineral Resource.*	• Strike length = ~ 300 metres. • Width (total of combined parallel lodes) = ~ 50 metres. • Depth (from surface) = 0 to 150 metres.

Estimation and modelling techniques	• *The nature and appropriateness of the estimation technique(s) applied and key assumptions, including treatment of extreme grade values, domaining, interpolation parameters and maximum distance of extrapolation from data points. If a computer assisted estimation method was chosen include a description of computer software and parameters used.*
	• *The availability of check estimates, previous estimates and/or mine production records and whether the Mineral Resource estimate takes appropriate account of such data.*
	• *The assumptions made regarding recovery of by-products.*
	• *Estimation of deleterious elements or other non-grade variables of economic significance (eg sulphur for acid mine drainage characterisation).*
	• *In the case of block model interpolation, the block size in relation to the average sample spacing and the search employed.*
	• *Any assumptions behind modelling of selective mining units.*
	• *Any assumptions about correlation between variables.*
	• *Description of how the geological interpretation was used to control the resource estimates.*
	• *Discussion of basis for using or not using grade cutting or capping.*
	• *The process of validation, the checking process used, the comparison of model data to drill hole data, and use of*
		• The sample domains were flagged into an Access database from a validated wireframe.
		• Only Reverse Circulation (RC) and Diamond Drilling were used in the estimate.
		• A composites string-file was then created in Surpac with a 1.0 m composite length and a minimum percentage of sample to include at 30%.
		• Gold grades were estimated into the model by ordinary kriging using the blockmodel field coding to constrain the estimate.
		• Soft boundaries was utilised between the oxidation surfaces. The majority of the deposit is currently situated within oxide.
		• Only samples contained within each individual ore wireframe were used for the estimate of that lode.
		• No previous mining has occurred so no reconciliation data is available for comparison.
		• The modelled wireframes were used to create a blockmodel with a user block size of 5mE by 10mN by 5mRL. The model used variable sub-blocking to 1.25mE by 2.5mN by 1.25mRL.
		• The blockmodel was rotated around the Y axis by -43 degrees.
		• The search ellipse was based on the ranges of continuity observed in the variograms along with considerations of the drillhole spacing and lode geometry. The search ellipse was rotated to best reflect the lode geometry and the geology as seen in the drilling and as described in the logging. This geometry was also supported by the variogram analysis.
		• A number of search passes were utilized to populate blocks using search ellipse ranges from 15 m to 60 m. Each pass incorporated a different set of sample selection criteria to ensure blocks were filled with an appropriate level of statistical confidence.
		• Topcuts were determined from the aforementioned statistical analysis. A number of factors were taken into consideration when determining the top-cuts including:
		  ○ The disintegration point of the data on the probability plots;
		  ○ Having a coefficient of variance (CV) under 2.0; and
		  ○ Reviewing the model (block) grades against the composites.
		• The estimate was validated using a number of techniques including but not limited to:
		  ○ A visual comparison of block grade estimates and the drill hole data;
		  ○ A comparison of the composite and estimated block grades;

Criteria	JORC Code explanation	Commentary
	reconciliation data if available.	○ A comparison of the estimated block grades for ordinary kriged models using different cut-off grades for the composites.
Moisture	• *Whether the tonnages are estimated on a dry basis or with natural moisture, and the method of determination of the moisture content.*	• Tonnages are estimated on a dry basis.
Cut-off parameters	• *The basis of the adopted cut-off grade(s) or quality parameters applied.*	• A cut-off of 0.6g/t was applied to the global resource. • This cut-off is based on the assumption that the resource will be mined using an open pit.
Mining factors or assumptions	• *Assumptions made regarding possible mining methods, minimum mining dimensions and internal (or, if applicable, external) mining dilution. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential mining methods, but the assumptions made regarding mining methods and parameters when estimating Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the mining assumptions made.*	• No mining factors or assumptions have been applied although it is envisaged that the resource has been created on the basis of open pit mining method.
Metallurgical factors or assumptions	• *The basis for assumptions or predictions regarding metallurgical amenability. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential metallurgical methods, but the assumptions regarding metallurgical treatment processes and parameters made when reporting Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the metallurgical assumptions made.*	• Gold mineralisation is believed to be free-milling and not refractory in nature. • The free milling Galaxy ore has demonstrated DFS metallurgical recoveries of 93-96% after gravity and 24 hours of leaching which is consistent with the PFS test results of 96%. DFS gravity results on the Galaxy ore shown 4% to 21% gravity recoveries. Galaxy PFS gravity recoveries were as high as 82% demonstrating the nuggetty nature of the orebody
Environmen-tal factors or assumptions	• *Assumptions made regarding possible waste and process residue disposal options. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider the potential environmental impacts of the mining and processing operation. While at this stage the determination of potential environmental impacts, particularly for a greenfields project, may not always be*	• No environmental, permitting, legal, taxation, socio-economic, marketing or other relevant issues are known, that may affect the estimate.

Criteria	JORC Code explanation	Commentary
	well advanced, the status of early consideration of these potential environmental impacts should be reported. Where these aspects have not been considered this should be reported with an explanation of the environmental assumptions made.	
Bulk density	• *Whether assumed or determined. If assumed, the basis for the assumptions. If determined, the method used, whether wet or dry, the frequency of the measurements, the nature, size and representativeness of the samples.* • *The bulk density for bulk material must have been measured by methods that adequately account for void spaces (vugs, porosity, etc), moisture and differences between rock and alteration zones within the deposit.* • *Discuss assumptions for bulk density estimates used in the evaluation process of the different materials.*	• Bulk densities were assigned as 2.2 t/m^3 for oxide, 2.40 t/m^3 for transitional and 2.85 t/m^3 • Bulk density data has been collected by Blackham Resources for the Galaxy Deposit.
Classification	• *The basis for the classification of the Mineral Resources into varying confidence categories.* • *Whether appropriate account has been taken of all relevant factors (ie relative confidence in tonnage/grade estimations, reliability of input data, confidence in continuity of geology and metal values, quality, quantity and distribution of the data).* • *Whether the result appropriately reflects the Competent Person's view of the deposit.*	• A range of criteria were considered when addressing the suitability of the classification boundaries to the resource estimate. ○ Geological continuity and volume models; ○ Drill spacing and available mining information; ○ Modelling technique ○ Estimation properties including search strategy, number of informing composites, average distance of composites from blocks, number of drillholes used and kriging quality parameters. • The classification for this model has predominantly being based on the estimation pass. With the first and second pass relating to an indicated resource and the third and fourth pass being inferred. • Several small localised historical exploration shafts have been reported across the deposit. The underground development associated with these, if any, is unknown. The shafts should be surveyed and their locations flagged as areas of risk in the model. This may change the resource classification in these areas. • The classification of the blocks was also visually checked and adjusted to remove any "spotted dog" effects. No measured resources were calculated.
Audits or reviews	• *The results of any audits or reviews of Mineral Resource estimates.*	•
Discussion of relative accuracy/ confidence	• *Where appropriate a statement of the relative accuracy and confidence level in the Mineral Resource estimate using an approach or procedure deemed appropriate by the Competent Person. For example, the application of*	• This resource estimate is considered appropriate for a definitive study into the mining of the Galaxy deposit and reports global estimates.

Criteria	JORC Code explanation	Commentary
	statistical or geostatistical procedures to quantify the relative accuracy of the resource within stated confidence limits, or, if such an approach is not deemed appropriate, a qualitative discussion of the factors that could affect the relative accuracy and confidence of the estimate. • *The statement should specify whether it relates to global or local estimates, and, if local, state the relevant tonnages, which should be relevant to technical and economic evaluation. Documentation should include assumptions made and the procedures used.* • *These statements of relative accuracy and confidence of the estimate should be compared with production data, where available.*	