

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	Bryan Dixon
Date of last notice	5 July 2016

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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Warrior Strategic P/L & Warrior Finance P/L (companies in which Bryan Dixon has a relevant interest)
Date of change	21 October 2016
No. of securities held prior to change	Direct Nil Indirect Warrior Strategic P/L 2,250,000 fully paid ordinary shares 2,750,000 Performance Rights vesting on or before 31 December 2017 Warrior Finance P/L 580,000 fully paid ordinary shares
Class	Ordinary shares
Number acquired	1,250,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil

+ See chapter 19 for defined terms.

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No. of securities held after change	Direct Nil Indirect Warrior Strategic P/L 3,500,000 fully paid ordinary shares 1,500,000 Performance Rights vesting on or before 31 December 2017 Warrior Finance P/L 580,000 fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1,250,000 fully paid ordinary shares issued under the terms and conditions of the Performance Rights awarded to executive directors. Performance Rights and subsequent issue of shares approved by shareholders on 27 July 2015.

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	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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?	

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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	Alan Thom
Date of last notice	5 July 2016

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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	WMG Enterprise P/L (Alan Thom is a related party)
Date of change	21 October 2016
No. of securities held prior to change	Direct 585,000 fully paid ordinary shares Indirect WMG Enterprise P/L 1,750,000 fully paid ordinary shares 2,750,000 Performance Rights vesting on or before 31 December 2017
Class	Fully paid ordinary shares
Number acquired	1,250,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil

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No. of securities held after change	Direct 585,000 fully paid ordinary shares Indirect WMG Enterprise P/L 3,000,000 fully paid ordinary shares 1,500,000 Performance Rights vesting on or before 31 December 2017
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1,250,000 fully paid ordinary shares issued under the terms and conditions of the Performance Rights awarded to executive directors. Performance Rights and subsequent issue of shares approved by shareholders on 27 July 2015.

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	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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?	

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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	15 February 2016

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
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	21 October 2016
No. of securities held prior to change	<u>Direct</u> 500,000 unlisted options at \$0.465 on or before 8 February 2018 500,000 performance rights vesting on or before 31 December 2017 <u>Indirect</u> <ol style="list-style-type: none">1. 860,826 fully paid ordinary shares2. 170,000 fully paid ordinary shares
Class	Ordinary shares
Number acquired	250,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil

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No. of securities held after change	<u>Direct</u> 250,000 fully paid ordinary shares 500,000 unlisted options at \$0.465 on or before 8 February 2018 250,000 performance rights vesting on or before 31 December 2017 <u>Indirect</u> 2. 860,826 fully paid ordinary shares 3. 170,000 fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	250,000 fully paid ordinary shares issued under terms and conditions of the performance rights issued under a consulting contract.

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	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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?	

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