

Broken Hill Prospecting Limited

ARBN 003 453 503

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The Manager
Company Announcements Platform
Australian Securities Exchange

20 January 2012

Dear Sir,

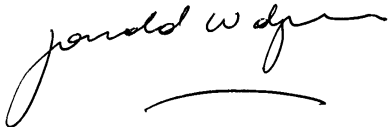
RE: LODGMENT OF TWO APPENDIX NOTICES 3Y - CHANGE OF DIRECTORS' INTEREST

We wish to advise that, due to an oversight, the company neglected to lodge two Appendix 3Y notices in accordance with ASX Listing Rule 3.19A.2.

On 14 October 2011 the company announced the issue of Options in accordance with clause 10.6 of the Prospectus dated 12 November 2010. Some of these options were issued to companies where two directors may have a notifiable interest. Two Appendix 3Y notices are hereby submitted reflecting these changes.

The company has reaffirmed internal policies to ensure future lodgements are in accordance with ASX Listing Rules.

Yours faithfully



Donald de Boer
Company Secretary

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 30/09/01 Amended 01/01/11

Name of entity	BROKEN HILL PROSPECTING LIMITED
ABN	83 003 453 503

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	PETER ATKINSON
Date of last notice	15/02/2011

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Director and shareholder of Heritage Gold NZ Limited
Date of change	14/10/2011
No. of securities held prior to change	1. Quoted shares: 500,000 2. Unquoted shares: 17,429,000 3. Quoted options: NIL 4. Unquoted options: 8,464,500
Class	1. ORDINARY SHARES 2. ORDINARY SHARES RESTRICTED 3. OPTIONS EXPIRING 17 FEB 2014 4. OPTIONS EXPIRING VARIOUS DATES UNLISTED - RESTRICTED
Number acquired	500,000 Options expiring 17 Feb 2016 - unlisted - restricted
Number disposed	NIL

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$NIL
No. of securities held after change	<ol style="list-style-type: none"> 1. Quoted shares: 500,000 2. Unquoted shares: 17,429,000 3. Quoted options: NIL 4. Unquoted options: 8,964,500
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Options were issued to shareholders who subscribed for shares at the pre-IPO capital rising who remained shareholders as at the date of six months from the date of listing, in accordance with the Prospectus dated 12 November 2010 (Clause 10.6). Options are unlisted and restricted to 17 February 2013. The exercise price is 20 cents.

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	N/A
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

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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

⁺ See chapter 19 for defined terms.

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 30/09/01 Amended 01/01/11

Name of entity	BROKEN HILL PROSPECTING LIMITED
ABN	83 003 453 503

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	GEOFFREY HILL
Date of last notice	28/02/2011

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Director of: Heritage Gold NZ Limited, Topsail Limited
Date of change	14/10/2011
No. of securities held prior to change	Heritage Gold NZ Limited: 1. Quoted shares: 500,000 2. Unquoted shares: 17,429,000 3. Quoted options: NIL 4. Unquoted options: 8,564,500 Topsail Limited 1. Quoted shares: 260,000 2. Unquoted shares: 250,000 3. Quoted options: 5,000 4. Unquoted options: NIL
Class	1. ORDINARY SHARES 2. ORDINARY SHARES RESTRICTED 3. OPTIONS EXPIRING 17 FEB 2014 4. OPTIONS EXPIRING VARIOUS DATES UNLISTED - RESTRICTED

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Number acquired	750,000 Options expiring 17 Feb 2016 – unlisted - restricted
Number disposed	NIL
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$NIL
No. of securities held after change	<p>Heritage Gold NZ Limited:</p> <ol style="list-style-type: none"> 1. Quoted shares: 500,000 2. Unquoted shares: 17,429,000 3. Quoted options: NIL 4. Unquoted options: 8,964,500 <p>Topsail Limited</p> <ol style="list-style-type: none"> 1. Quoted shares: 260,000 2. Unquoted shares: 250,000 3. Quoted options: 5,000 4. Unquoted options: 250,000
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Options were issued to shareholders who subscribed for shares at the pre-IPO capital rising who remained shareholders as at the date of six months from the date of listing, in accordance with the Prospectus dated 12 November 2010 (Clause 10.6). Options are unlisted and restricted to 17 February 2013. The exercise price is 20 cents.

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	N/A
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	

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

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?	

+ See chapter 19 for defined terms.