

**Broken Hill Prospecting Limited**  
**ARBN 003 453 503**

ASX ANNOUNCEMENT  
ASX Limited  
20 Bridge Street  
Sydney, NSW 2000

26 February 2014

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**CHANGE OF DIRECTOR'S INTEREST NOTICE**  
**GEOFFREY HILL**

We submit the attached Appendix 3Y showing the change in interest of Geoffrey Hill following the expiry of all his listed options on the 17 February 2014.

In compiling the notice we believe Mr Geoffrey Hill's interest may have been overstated in the past by reason of incorrect inclusion in previous advices of the 21.71% relevant interest that Talisman Gold Mines Limited holds in BPL.

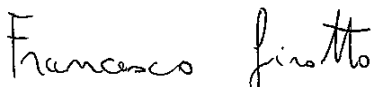
The attached Appendix 3Y records the relevant interest that Mr Geoffrey Hill now holds is 38,811,000 shares and 18,435,500 unquoted options.

The above mentioned numbers had to be confirmed with Mr Geoffrey Hill who was travelling overseas. For this reason the company was not able to lodge the attached Appendix 3Y within 5 business days in accordance with Listing Rule 3.19A.2.

The company has well established arrangements in place with its directors to ensure it complies with the ASX Listing Rules. In particular, the company requires its directors to keep it promptly informed of any change in their notifiable interests.

The company believes its existing arrangements for complying with the Listing Rules and keeping the market updated of the notifiable interest of its directors are adequate.

Yours faithfully



**Francesco Girotto**  
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

<b>Name of entity</b>	<b>BROKEN HILL PROSPECTING LIMITED</b>
<b>ABN</b>	<b>83 003 453 503</b>

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.

<b>Name of Director</b>	Geoffrey Guild Hill
<b>Date of last notice</b>	4 December 2012

### 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.

<b>Direct or indirect interest</b>	INDIRECT
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+ See chapter 19 for defined terms.

Appendix 3Y  
Change of Director's Interest Notice

<p><b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.</p>	<p><b>Director of entities that hold shares in the company:</b> Debt Management Corporation Limited, International Pacific Securities Limited (Bermuda), International Pacific Securities Ltd (HK), International Pacific Securities Limited, IPS Nominees Limited, So Co Limited, Mining Investments (Services) Ltd, Top Sail Limited, International Pacific Capital Limited, Frank Dowling Pty Ltd, Nimpod Pty Ltd, REG Investments Pty Ltd</p> <p><b>Shareholder of entities that hold shares in the company:</b> Debt Management Corporation Limited, International Pacific Securities Limited (Bermuda), International Pacific Securities Ltd (HK), International Pacific Securities Limited, IPS Nominees Limited, So Co Limited, Mining Investments (Services) Ltd, Top Sail Limited</p> <p><b>Beneficiary of trusts that hold shares in the company, trustee of which is:</b> Hill Family Group Pty Limited, HFT Nominees Pty Ltd, Trinity Management Pty Ltd</p>
<p><b>Date of change</b></p>	<p>17 February 2014</p>
<p><b>No. of securities held prior to change</b></p>	<p>1. Shares: 38,811,000 2. Quoted options: 95,000 3. Unquoted options: 18,435,500</p>
<p><b>Class</b></p>	<p>Quoted options - exercise price A\$0.20 expired 17/2/2014</p>
<p><b>Number acquired</b></p>	<p>Nil</p>
<p><b>Number disposed</b></p>	<p>Nil</p>
<p><b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Not applicable</p>
<p><b>No. of securities held after change</b></p>	<p>1. Shares: 35,811,000 2. Unquoted options: 18,435,500</p>

+ See chapter 19 for defined terms.

<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Listed Options expired without being exercised
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**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.

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

**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?	N/A
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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