

# 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 Guild Hill
Date of last notice	26 February 2014

### 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
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<p>Nature of indirect interest  (including registered holder)  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>Date of change</p>	<p>13 May 2014</p>
<p>No. of securities held prior to change</p>	<p>1. Shares: 35,811,000  2. Unquoted options: 18,435,500</p>
<p>Class</p>	<p>Fully paid ordinary shares</p>
<p>Number acquired</p>	<p>1,222,221</p>
<p>Number disposed</p>	<p>Nil</p>
<p>Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>A\$55,000</p>
<p>No. of securities held after change</p>	<p>1. Shares: 37,033,221  2. Unquoted options: 18,435,500</p>

+ See chapter 19 for defined terms.

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<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	<b>Participation in Share Purchase Plan</b>
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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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