



4 July 2012

ASX Ltd
Exchange Plaza
2 The Esplanade
PERTH WA 6000

Attn: Ms Jill Hewitt

by email: jill.hewitt@asx.com.au

Dear Ms Hewitt

RE: DIRECTOR'S INTEREST NOTICE

We acknowledge receipt of your letter dated 2 July 2012 regarding the Change of Director's Interest Notice lodged by the Company on 2 July 2012.

We acknowledge that lodgement of the 3Y occurred outside of the prescribed 5 business day notification period. The following responses are submitted in relation to the questions asked:

Q1: Please explain why the Appendix 3Y was lodged late.

The Notice concerned a Stock Borrowing Contract entered into between Mr Norris and a financial institution. The Company sought legal advice in relation to the disclosures to be made around the contract, which took longer than anticipated due to the relative complexity of the contract.

Q2: What arrangements does the Company have in place with its directors to ensure that it is able to meet its disclosure obligations under Listing Rule 3.19A?

The Company notes that Listing Rules 3.19A and 3.19B place the primary notification obligation on Noble Mineral Resources Ltd. In order to be able to make the required disclosure, the Company has entered into a letter agreement with each of its directors in a form similar to that provided as an example in Guidance Note 22 of the Listing Rules, requiring each director to notify the Company of interests and changes thereto within defined timeframes. In addition, any director wishing to trade in the Company's securities must first obtain the consent to do so from an authorised person, in accordance with the Company's securities trading policy.

Q3: If the current arrangements are inadequate or not being enforced, what additional steps does the Company intend to take to ensure compliance with Listing Rule 3.19B?

The Company believes its arrangements and procedures are adequate to ensure its disclosure obligations under listing rule 3.19B are met. Unfortunately, on this occasion, due to the necessity to obtain advice on the matter, lodgement did not occur within the prescribed timeframe.

Yours sincerely

Anthony Ho
Company Secretary

ACN 124 893 465

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2 July 2012

Mr A Ho
Company Secretary
Noble Mineral Resources Limited
Suite 3c South Shore Centre
85 South Perth Esplanade
SOUTH PERTH WA 6151

Email: kim@anthonyho.com.au

Dear Anthony

Noble Mineral Resources Limited (the "Company") – Director's Interest Notice

We refer to the following;

1. The Appendix 3Y lodged by the Company with ASX on 2 July 2012.
2. Listing rule 3.19A which requires an entity to tell ASX the following:
 - 3.19A.1 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the following times.
 - On 1 January 2002.
 - On the date that the entity is admitted to the official list.
 - On the date that a director is appointed.The entity must complete Appendix 3X and give it to ASX no more than 5 business days after 1 January 2002 or the entity's admission or a director's appointment.
 - 3.19A.2 A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust). The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs.
 - 3.19A.3 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.
3. Listing rule 3.19B which states as follows.

An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the

information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.

4. The Companies Update dated 27 June 2008, reminding listed entities of their obligation to notify ASX within 5 business days of the notifiable interests in securities held by each director and outlining the action that ASX would take in relation to breaches of listings rules 3.19A and 3.19B.

As the Appendix indicated that the change occurred on 1 June 2012, it appears that the Appendix should have been lodged with the ASX prior to 12 June 2012. As the Appendix was lodged on 2 July 2012, it appears that the Company may be in breach of listing rules 3.19A and/or 3.19B.

Please note that ASX is required to record details of breaches of the listing rules by listed companies for its reporting requirements.

ASX reminds the Company of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Company make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: "Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities", we ask that you answer each of the following questions:

1. Please explain why the Appendix was lodged late.
2. What arrangements does the Company have in place with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Company intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail at jill.hewitt@asx.com.au or by facsimile on facsimile number (08) 9221 2020. It should not be sent to the Company Announcements Office.

A response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (ie before 6.30 a.m. W.S.T.) on Thursday, 5 July 2012.

Under listing rule 18.7A, a copy of this query and your response will be released to the market, so your response should be in a form suitable for release and should separately address each of the questions asked. If you have any queries or concerns, please contact me immediately.

Yours sincerely,

[Sent electronically without signature]

Jill Hewitt
Senior Adviser, Issuers (Perth)