

2 July 2015

Ms Jill Hewitt
ASX Compliance Pty Ltd
Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000

Dear Ms Hewitt

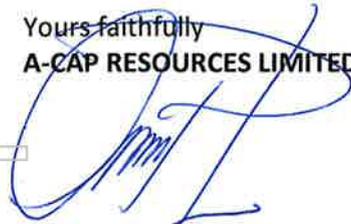
APPENDIX 3X – INITIAL DIRECTORS INTEREST NOTICE

We refer to your letter dated 1 July 2015 and provide the following advice:

1. The Appendix 3X lodged on 29 June 2015 was lodged late due to management changes and a delayed response by the director.
2. Directors are required to inform the Company Secretary within 3 business days when a change in the Director's interest has occurred. The Company Secretary, based on the information provided by the Director, prepares the disclosure and releases to the ASX. In this instance, the director failed to provide the information within the required period.
3. Notwithstanding the explanation referred to in 1 above, the Company believes the current arrangement for disclosure of Directors interests in the Company are adequate.

Yours faithfully

A-CAP RESOURCES LIMITED



DENIS RAKICH

Company Secretary



1 July 2015

Mr D Rakich
Company Secretary
A-Cap Resources Limited
PO Box 7654
CLOISTERS SQUARE PO WA 6850

Dear Mr Rakich

A-Cap Resources Ltd (the "Company")

We refer to the following:

1. The Company's announcement lodged with ASX Ltd ("ASX") on 29 June 2015 regarding initial director's interest notice for Mr John Stamp ("Mr Stamp") ("Appendix 3X").
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 the date that the entity is admitted to the official list.
 - On the date that a director is appointed.The entity must complete an Appendix 3X and give it to ASX no more than 5 business days after 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 an 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 an 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.

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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 the appointment of Mr Stamp occurred on 18 June 2015 the Appendix should have been lodged with the ASX by 25 June 2015. As the Appendix was lodged on 29 June 2015, 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 3X 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 to jill.hewitt@asx.com.au or to tradinghaltspert@asx.com.au. It should not be sent to the Market Announcements Office.

A response is requested as soon as possible and, in any event, not later than **9:00AM WST on Monday, 6 July 2015**.

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 must 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, Listings Compliance (Perth)