



Mr Shreeshant Prabhakarn
Adviser, Listings (Perth)
ASX Compliance Pty Limited
Level 8 Exchange Plaza
2 The Esplanade
PERTH WA 6000

10 February 2012

Dear Shreeshant

702 Murray Street, West Perth
Western Australia 6005
Phone: 61 8 9213 9400
Fax: 61 8 9213 9444
Website: www.rmcmin.com.au

Via Facsimile: 9221 2020

Late Lodgement of Appendices 3Y for Messrs Chi, Mackenzie and Davies

Thank you for your letter dated 3 February 2012.

The Company acknowledges and apologises that lodgment of the Appendices 3Y occurred outside of the prescribed 5 business day notification period and the following responses are submitted in relation to your questions.

1. Please explain why the Appendices 3Y were lodged late?

The changes in interest arose through the expiry of unlisted incentive options. On 3 January 2012 the Company lodged notification of the expiry of these unlisted incentive options with the ASX. The late lodgment of the Appendices 3Y was the result of an oversight. Upon becoming aware of our oversight the Appendices 3Y were lodged immediately.

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.

The Company is committed to compliance with the ASX Listing Rules, including Rules 3.19A and 3.19B. Each director is aware of their obligation to advise the Company of all transactions involving both their direct and indirect interests in a timely manner.

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?

In this instance the change of interests were not reported due to an oversight. We believe our systems are adequate and procedures are in place to fulfil our requirements under Listing Rule 3.19A. Our procedures are regularly reviewed and appropriate changes made, if required.

Yours sincerely

A handwritten signature in black ink that appears to read 'Ann Hadden'.

Ann Hadden
Company Secretary



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PERTH WA 6000

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PERTH WA 6840

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3 February 2012

Ms Ann Hadden
Company Secretary
Resource Mining Corporation Limited
702 Murray Street
WEST PERTH WA 6005

By email: ah@resmin.com.au

Dear Ann

Resource Mining Corporation Limited (the "Company")

We refer to the following:

1. The Appendices 3Y Change of Director's Interest Notices for Mr Zhang Chi, Mr William Ross Mackenzie and Mr Warwick Jeffrey Davies regarding changes in the director's interests which occurred on 1 January 2012 (together the "Appendices 3Y");
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



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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 3.19A. 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.

The Appendices 3Y indicate that a change in Messrs Chi's, Mackenzie's and Davies' notifiable interests occurred on 1 January 2012 so the appendices should have been lodged with ASX by 9 January 2012. As the Appendices 3Y were lodged on 2 February 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 Appendices 3Y were 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 facsimile on facsimile number (08) 9221 2020. It should not be sent to the Company Announcements Office or via email.

A response is requested as soon as possible and, in any event, not later than 3:00PM WST on Monday 13 February 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 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]

Shreeshant Prabhakaran
Adviser, Listings (Perth)