

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	BLUECHIP LIMITED
ABN	79 104 795 922

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	IAIN KIRKWOOD
Date of last notice	29 September 2016

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	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Registered holders of indirect interests are: (a) Edward St. Consulting Pty Ltd ATF the Kirkwood Family Super Fund (Iain Kirkwood is a director and member). (b) Edward St. Consulting Pty Ltd ATF the Kirkwood Family Trust (Iain Kirkwood is a director and beneficiary).
Date of change	16 December 2016
No. of securities held prior to change	Indirect interests held by registered holders listed above: <ul style="list-style-type: none"> • 8,320,037 ordinary shares • 2,742,746 ordinary shares Direct interests: <ul style="list-style-type: none"> • 8,074,949 ordinary shares
Class	Fully Paid Ordinary Shares
Number acquired	750,000 ordinary shares acquired

+ See chapter 19 for defined terms.

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	indirectly
Number disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.022 per Share (\$16,500 in total)
No. of securities held after change	Indirect interests held by registered holders listed above: a) 8,320,037 ordinary shares b) 3,492,746 ordinary shares Direct interests: <ul style="list-style-type: none"> • 8,074,949 ordinary shares
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Placement of rights issue shortfall under 2016 rights issue.

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.

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

+ See chapter 19 for defined terms.

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?	No
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

⁺ See chapter 19 for defined terms.

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ABN	79 104 795 922

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	MICHAEL OHANESSIAN
Date of last notice	29 September 2016

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	Direct and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Registered holders of indirect interests are Michael Ohanessian and Candace Ohanessian <M & C Ohanessian S/F account>
Date of change	16 December 2016
No. of securities held prior to change	2,183,236 shares held directly Indirect interest held by registered holders listed above - 533,333
Class	Fully Paid Ordinary Shares
Number acquired	1,363,636 Shares acquired directly 2,424,241 Shares acquired indirectly
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.022 per Share (\$83,333 in total)
No. of securities held after change	3,546,872 Shares held directly Indirect interest held by registered holder listed above - 2,957,574 Shares

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Placement of 2016 rights issue shortfall
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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.

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

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?	No
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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Name of entity	BLUECHIP LIMITED
ABN	79 104 795 922

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	ANDREW MCLELLAN
Date of last notice	3 October 2016

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	Direct and Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Shares were acquired by Navigator Australia <MLC Investment Sett A/C> for the account of Mrs Sarah McLellan. Mrs Sarah McLellan is the spouse of Andrew McLellan.
Date of change	16 December 2016
No. of securities held prior to change	<ul style="list-style-type: none"> • 610,666 ordinary shares (Shares) held indirectly • 1,500,000 2015 Performance Rights held directly
Class	Ordinary Shares 2016 Performance Rights
Number acquired	<ul style="list-style-type: none"> • 1,562,500 Shares acquired directly • 3,000,000 2016 Performance Rights acquired directly
Number disposed	Nil

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	The Shares were issued in part satisfaction of the FY'16 cash bonus earned by the Managing Director and were issued at an implied price of \$0.022 each. No consideration was provided for the issue of the 2016 Performance Rights
No. of securities held after change	<ul style="list-style-type: none"> • 610,666 shares held indirectly • 1,562,500 Shares held directly • 1,500,000 2015 Performance Rights held directly • 3,000,000 2016 Performance Rights held directly
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	The Shares were issued in satisfaction of part of the FY'16 cash bonus earned by the Managing Director The Performance Rights were issued as the Managing Director's LTI component of his remuneration package.

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.

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

+ See chapter 19 for defined terms.

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?	No
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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