



WHL Energy Ltd
C/- Websters Solicitors
Level 11, 37 Bligh Street
Sydney NSW 2000
Australia
P: +61 2 9233 2688
F: +61 2 9233 3828
www.whlenergy.com

13 October 2010

Mr Styn Timmermans
ASX Compliance Pty Ltd
20 Bridge Street
SYDNEY NSW 2000

Dear Sir

Appendix 3Z Final Director's Interest Notice – David Seemab Kahn
Appendix 3X Initial Director's Interest Notice – David Paul Rowbottam
collectively ("the Appendices")

We refer to your letter dated 12 October 2010 and respond as follows:

1. The Appendices were lodged late due to an administrative oversight that occurred during a busy reporting period which also saw a number of senior board and management changes, including that of company secretary.
2. All directors of the company are fully aware of their obligations in relation to Listing Rule 3.19A and have been strictly adhering to the rules.
3. We believe our current process for compliance with Listing Rules 3.19B is adequate.

We apologise for any inconvenience that has occurred.

Yours faithfully

WHL Energy Limited

Matthew Edmondson
Company Secretary



ASX Compliance Pty Limited
ABN 26 087 780 489
20 Bridge Street
Sydney NSW 2000
PO Box H224
Australia Square
NSW 1215

Telephone 61 2 9227 0409
Facsimile 61 2 9241 7620
www.asx.com.au

12 October 2010

Matthew Edmondson
Company Secretary
WHL Energy Limited
Level 11, 37 Bligh Street
Sydney NSW 2000

By Email

Dear Matthew

WHL Energy Limited (the "Company")

We refer to the following:

1. The Appendix 3X and the Appendix 3Z lodged by the Company with ASX Limited ("ASX") on 21 September 2010 for David Paul Rowbottam and David Seemab Kahn (the "Appendices");
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 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 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.

The Appendices indicate that there was a change in the notifiable interest of David Paul Rowbottom and David Seemab Kahn on 6 September 2010. It appears that the Appendices should have been lodged with ASX by 13 September 2010. Consequently, the Company may be in breach of listing rules 3.19A and/or 3.19B.

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 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 e-mail at styn.timmermans@asx.com.au or by facsimile on facsimile number (02) 9241 7620. 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 9.30 a.m. A.E.S.T.) on Friday, 15 October 2010.

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)

Styn Timmermans
Adviser, Issuers (Sydney)