



27 April 2018

Ben Secrett
Senior Adviser, Listings Compliance (Perth)
ASX Compliance Pty Ltd
Level 40, Central Park
152-158 St George's Terrace
Perth WA 6000

Level 3, 20 Parkland Rd
Osborne Park, WA 6017

P.O. Box 2275
Churchlands, WA 6018

Phone +61 8 9489 2600
www.tawana.com.au

By email: ben.secrett@asx.com.au
tradinghaltspert@asx.com.au

NOT FOR PUBLIC RELEASE

Dear Mr Secrett

TAWANA RESOURCES NL (COMPANY)

We refer to your letter dated 26 April 2018. The Company provides the following responses:

- 1. Does the Entity consider the information in the Haulage Announcement to be information (“Haulage Information”) that a reasonable person would expect to have a material effect on the price or value of its securities?**

No, the Company considers that the information in the Haulage Announcement is not information that a reasonable person would expect to have a material effect on the price or value of its securities.

- 2. If the answer to question 1 is “no”, please advise the basis for that view.**

The movement of product from site to a port facility does not of itself constitute any material new information. The Company has made several ASX announcements in the past three months (and previously) referring to an anticipated first shipping date in April 2018, including on:

- i. *15 February 2018 (Commissioning Commences at Bald Hill Lithium Plant)*
- ii. *14 March 2018 (Lithium Production Commences at Bald Hill)*
- iii. *16 March 2018 (Company Presentation)*
- iv. *29 March 2018 (Bald Hill Plant Achieves Key Milestones)*

The Company has likewise provided regular updates to the market on construction, commissioning and production activities at its Bald Hill Lithium and Tantalum mine.

The Company considers that the haulage and storage process is an implicit and integral part of the shipping process. The Company further considers that it is reasonable to expect haulage to follow plant commissioning and ore production and is an event which needs to occur prior to a



published anticipated shipping date. The Company therefore is of the opinion that the Haulage Information is not new or unanticipated information that could be expected to have a material effect on the price or value of its securities.

The Company further notes that, consistent with its response, its share price remained within the range of \$0.42 and \$0.40 on the date of the Announcement and the following three trading days.

3. When did the Entity first become aware of the Haulage Information and the events detailed below? In answering this question, please state the date and time that the Entity first became aware of each of the following.

3.1. The Haulage Information. 19 April 2018.

3.2. Commencement of loading of the first road train carrying spodumene from Bald Hill to the Port of Esperance. 20 April 2018.

3.3. Departure of the first loaded road train carrying spodumene from Bald Hill to the Port of Esperance. 20 April 2018 12.50pm.

4. If the answer to question 1 is “yes” and the Entity first became aware of the Haulage Information before the relevant date, did the Entity make any announcement prior to the relevant date which disclosed the information? If so, please provide details. If not, please explain why this information was not released to the market at an earlier time, commenting specifically on when you believe the Entity was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps the Entity took to ensure that the information was released promptly and without delay.

Not applicable.

5. When did the Entity first become aware of each of the Twitter Post and the Hot Copper Post? In answering this question, please state the date and time that the Entity first became aware of each social media post.

The Company first became aware of each of the Twitter and the Hot Copper Posts at 3.05pm WST on Thursday 26 April 2018 when alerted to the posts by the ASX.

6. Please detail the steps taken by the Entity to inform the market once it became aware of each social media post.

No steps were taken as the Company has already made an announcement relating to the Haulage Information by the time it became aware of the posts.

7. Does the Entity have any commercial, employment or other relationship with either the person or persons behind @SmallCaps_asx or SU27? If the answer to this question is “yes”, please detail the nature and terms of that relationship/s.

The Company is not aware of the identity of this person/s.

8. Does the Entity have any policies and procedures which govern the access to and distribution or publication (including through social media) of the Entity’s information which may be material to the price or value of the Entity’s securities by an employee, contractor, or person otherwise permitted access to the Entity’s sites and/or information? If the answer to this question is “yes”, please detail those policies and procedures and advise how they are communicated to all such abovenamed persons.

The Company has a Code of Conduct which is available on the Company’s website which prohibits the distribution or publication of the Company’s confidential information.



Tawana also has a Continuous Disclosure Policy which is available on the Company's website which provides that no Tawana Group employees or consultants are permitted to comment publicly on matters confidential to the Tawana Group. Any information that is not public must be treated by Tawana Group employees and consultants as confidential, until publicly released.

Compliance with the Company's Code of Conduct and the Continuous Disclosure Policy is a condition of employment for employees.

Contractors on site are subject to confidentiality provisions in their contracts which likewise prohibit the distribution or publication of the Company's confidential information. The Company relies on Contractors to communicate these conditions to their own employees.

9. Does the Entity consider it appropriate that an employee, a contractor, or person otherwise permitted access to Bald Hill and/or the Entity's information, capture an image and publish a social media post about or otherwise distribute information (including the Haulage Information) which may be material to the price or value of the Entity's securities before such information is released to the market by the Entity through MAP?

The Company does not consider this to be appropriate and is currently investigating this matter.

10. Please confirm that the Entity is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.

The Company confirms it is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.

11. Please confirm that the Entity's responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of the Entity with delegated authority from the board to respond to ASX on disclosure matters.

The Company confirms that the responses to the questions above have been authorised and approved by the Managing Director in accordance with the Company's published continuous disclosure policy.

I would be pleased to provide any additional information that would be helpful to your office.



Claire O'Brien
Company Secretary



26 April 2018

Claire O'Brien and Alexei Fedotov
Tawana Resources NL
Level 3, 20 Parkland Road
OSBORNE PARK WA 6017

By email

Dear Ms O'Brien

TAWANA RESOURCES NL (THE "ENTITY"): AWARE LETTER

ASX Limited ("ASX") refers to the following.

A. A post published on Twitter at 7.19pm on 20 April 2018 by @SmallCaps_asx ("Twitter Post") which states:

"hotcopper.com.au/threads/first-shipment-being-loaded-today.4146076/#post-32602804 ...

\$TAW first load of #lithium 🚛

[image of Qube prime mover with at least two bulk haulage trailers]"

B. Post # 32602804 published on the Hot Copper stock market forum at 12:08:58 on 21 April 2018 by SU27 ("Hot Copper Post") which states:

"A mate at Bald Hill sent this to me this morning.

[image of Qube prime mover with at least two bulk haulage trailers with accompanying text: "First shipment of lithium being loaded today. Predict that maybe Tawana s share price about to go up]"

C. The Entity's announcement entitled "Bald Hill Lithium Haulage Commences" lodged on the ASX Market Announcements Platform ("MAP") at 9.54pm AWST on 23 April 2018 and released to the market 6.22am AWST on 24 April 2018 (the "Haulage Announcement"), disclosing, amongst other things, that spodumene (lithium) concentrate haulage has commenced from the Bald Hill Lithium and Tantalum Mine ("Bald Hill") and that Qube Bulk Pty Ltd having been engaged to provide product loading, haulage, storage and ship loading services, and containing an image of road trains preparing to be, and being, loaded at Bald Hill.

D. Listing Rule 3.1, which requires a listed entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities.

E. The definition of "aware" in Chapter 19 of the Listing Rules, which states that:

"an entity becomes aware of information if, and as soon as, an officer of the entity (or, in the case of a trust, an officer of the responsible entity) has, or ought reasonably to have, come into possession of the information in the course of the performance of their duties as an officer of that entity"

and section 4.4 in Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B "When does an entity become aware of information"*.

- F. Listing Rule 3.1A, which sets out exceptions from the requirement to make immediate disclosure, provided that each of the following are satisfied.

“3.1A Listing rule 3.1 does not apply to particular information while each of the following is satisfied in relation to the information:

3.1A.1 One or more of the following applies:

- It would be a breach of a law to disclose the information;*
- The information concerns an incomplete proposal or negotiation;*
- The information comprises matters of supposition or is insufficiently definite to warrant disclosure;*
- The information is generated for the internal management purposes of the entity; or*
- The information is a trade secret; and*

3.1A.2 The information is confidential and ASX has not formed the view that the information has ceased to be confidential; and

3.1A.3 A reasonable person would not expect the information to be disclosed.”

- G. ASX’s policy position on the concept of “confidentiality”, which is detailed in section 5.8 of Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*. In particular, the Guidance Note states that:

“Whether information has the quality of being confidential is a question of fact, not one of the intention or desire of the listed entity. Accordingly, even though an entity may consider information to be confidential and its disclosure to be a breach of confidence, if it is in fact disclosed by those who know it, then it ceases to be confidential information for the purposes of this rule.”

Having regard to the above, ASX asks the Entity to respond separately to each of the following questions and requests for information.

1. Does the Entity consider the information in the Haulage Announcement to be information (“Haulage Information”) that a reasonable person would expect to have a material effect on the price or value of its securities?
2. If the answer to question 1 is “no”, please advise the basis for that view.
3. When did the Entity first become aware of the Haulage Information and the events detailed below? In answering this question, please state the date and time that the Entity first became aware of each of the following.
 - 3.1. The Haulage Information.
 - 3.2. Commencement of loading of the first road train carrying spodumene from Bald Hill to the Port of Esperance.
 - 3.3. Departure of the first loaded road train carrying spodumene from Bald Hill to the Port of Esperance.
4. If the answer to question 1 is “yes” and the Entity first became aware of the Haulage Information before the relevant date, did the Entity make any announcement prior to the relevant date which disclosed the information? If so, please provide details. If not, please explain why this information was not released to the market at an earlier time, commenting specifically on when you believe the Entity was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps the Entity took to ensure that the information was released promptly and without delay.
5. When did the Entity first become aware of each of the Twitter Post and the Hot Copper Post? In answering this question, please state the date and time that the Entity first became aware of each social media post.
6. Please detail the steps taken by the Entity to inform the market once it became aware of each social media post.

7. Does the Entity have any commercial, employment or other relationship with either the person or persons behind @SmallCaps_asx or SU27? If the answer to this question is “yes”, please detail the nature and terms of that relationship/s.
8. Does the Entity have any policies and procedures which govern the access to and distribution or publication (including through social media) of the Entity’s information which may be material to the price or value of the Entity’s securities by an employee, contractor, or person otherwise permitted access to the Entity’s sites and/or information? If the answer to this question is “yes”, please detail those policies and procedures and advise how they are communicated to all such abovenamed persons.
9. Does the Entity consider it appropriate that an employee, a contractor, or person otherwise permitted access to Bald Hill and/or the Entity’s information, capture an image and publish a social media post about or otherwise distribute information (including the Haulage Information) which may be material to the price or value of the Entity’s securities before such information is released to the market by the Entity through MAP?
10. Please confirm that the Entity is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
11. Please confirm that the Entity’s responses to the questions above have been authorised and approved in accordance with its published continuous disclosure policy or otherwise by its board or an officer of the Entity with delegated authority from the board to respond to ASX on disclosure matters.

When and where to send your response

This request is made under, and in accordance with, Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, **by not later than 7.00am AWST on Monday, 30 April 2018**. If you are unable to respond to this letter by this time, ASX will likely suspend trading in the Entity’s securities under Listing Rule 17.3.

You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, the Entity’s obligation is to disclose the information “immediately”. This may require the information to be disclosed before the deadline set out in the previous paragraph and may require the Entity to request a trading halt immediately.

ASX reserves the right to release a copy of this letter and your response on the ASX Market Announcements Platform under Listing Rule 18.7A. Accordingly, your response should be in a form suitable for release to the market.

Your response should be sent to me by e-mail at tradinghaltspert@asx.com.au. It should **not** be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to the Entity’s obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*.

It should be noted that the Entity’s obligation to disclose information under Listing Rule 3.1 is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

Trading halt

If you are unable to respond to this letter by the time specified above, you should discuss with us whether it is appropriate to request a trading halt in the Entity’s securities under Listing Rule 17.1.

If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and

-
- any other information necessary to inform the market about the trading halt, or that we ask for.

We require any request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted.

You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

If you have any queries or concerns about any of the above, please contact me immediately.

Kind regards

[Sent electronically without signature]

Ben Secrett

Senior Adviser, Listings Compliance (Perth)

T 08 9224 0000