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Ms Belinda Mai Senior Advisor, Listings Compliance ASX Compliance Pty Limited 20 Bridge Street Sydney NSW 2000

3 April 2017

Dear Belinda,

Re: Terramin Australia Limited (the "Company") - ASX Price Query

I refer to your letter dated 31 March 2017 (attached). Please find below the Company's responses using your numbering:

- 1. The Company is not aware of any specific information which, if known, could be an explanation for recent trading in the securities of the Company.
- 2. Not applicable.
- 3. The Company is not aware of any other explanation for the recent price changes in the securities of the Company. However, the Company has updated the market on progress made on its Tala Hamza Zinc Project and the Bird-in-Hand High Grade Gold Project. In particular, in regards to the Tala Hamza Zinc Project, the Company notes that it is continuing the final geotechnical drilling campaign to confirm the location of the portal and ventilation shafts. As noted in its March 1 announcement, Terramin and its partners have started the process of compiling the final documentation for the mining lease application which will incorporate recent project enhancements such as the dry stacking of tailings and the relocation of the processing plant. Also, the Company informed that market that a working group of the Algerian regulator has been set up to review portions of the mining lease application as they are completed which should provide a smooth approvals process. The Company also notes that there has been a strong and sustained increase in zinc prices in the last 12 months, and Terramin is one of only a few independent companies with a world class zinc project.
- 4. The Company is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
- 5. The Company's response to the questions above have been authorised and approved in accordance with its published continuous disclosure policy.

Yours sincerely,

Stephane Gauducheau Company Secretary



31 March 2017

Mr Stephane Gauducheau Legal Counsel and Company Secretary Terramin Australia Limited Level 3, 70 Hindmarsh Square Adelaide SA 5000

Dear Mr Stephane,

## Terramin Australia Limited (the "Entity"): ASX price query

We have noted a change in the price of the Entity's securities from a low of \$0.155 (at the close on 27 March 2017) to a high of \$0.195 at the close of trading today, 31 March 2017. We also note a significant increase in the trading volume of the Entity's securities.

In light of the price and volume increase, ASX asks you to respond separately to each of the following questions:

- 1. Is the Entity aware of any information concerning it that has not been announced to the market which, if known by some in the market, could explain the recent trading in its securities?
- 2. If the answer to question 1 is "yes":
  - a) Is the Entity relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1?
    - Please note that the recent trading in the Entity's securities would suggest to ASX that such information may have ceased to be confidential and therefore the Entity may no longer be able to rely on Listing Rule 3.1A. Accordingly, if the answer to this question is "yes", you need to contact us immediately to discuss the situation.
  - b) Can an announcement be made immediately?
    - Please note, if the answer to this question is "no", you need to contact us immediately to discuss requesting a trading halt (see below).
  - c) If an announcement cannot be made immediately, why not and when is it expected that an announcement will be made?
- 3. If the answer to question 1 is "no", is there any other explanation that the Entity may have for the recent trading in its securities?
- 4. Please confirm that the Entity is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
- 5. 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's 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 no later than 9:30AM AEST, 3 April 2017. If we do not have your response by then, ASX will have no choice but to consider suspending 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.

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 <a href="mailto:belinda.chiu@asx.com.au">belinda.chiu@asx.com.au</a>. It should <a href="mailto:not be sent directly to the ASX Market Announcements Office">hot has 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 Rule 3.1**

Listing Rule 3.1 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. Exceptions to this requirement are set out in Listing Rule 3.1A.

The obligation of the Entity to disclose information under Listing Rules 3.1 and 3.1A is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

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.

## **Trading halt**

If you are unable to respond to this letter by the time specified above, or if the answer to question 1 is "yes" and an announcement cannot be made immediately, 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 may require the 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.

Yours sincerely,

Belinda Chiu

Senior Adviser, Listings Compliance

P: 02 9227 0469

E: <u>belinda.chiu@asx.com.au</u>

Gelindo Chiu