

15 February 2018

Ms Kimberley Brown  
Principal Adviser, Listings Compliance  
ASX Compliance Pty Ltd  
20 Bridge Street  
SYDNEY NSW 2000

Dear Kimberley

**Re: Appendix 5B query**

We refer to your letter dated 12 February 2018 regarding Silver Mines Limited ("Silver Mines" or the "Company") and respond as follows, using the same numbering:

1. Yes. The Company is a mineral exploration company and is in the final stages in the completion of the Feasibility Study for its flagship Bowdens Silver project in central New South Wales. As this major project is pre-development, the Company does not yet generate revenue.
2. The Company is comfortable with its current financial position and has a demonstrated ability to raise funds as and when required to meet expenditure.
3. Yes. The Company expects to be able to continue its operations and to meet its business objectives going forward. The Company currently has sufficient funds to meet its expenditure budgets for the foreseeable future.
4. As mentioned in our response to your questions 2 and 3, the Company currently has sufficient capital to continue operations. It is the opinion of the Company that it satisfies Listing Rule 12.2 and that sufficient capital will be generated within the coming quarters to allow the Company to continue to satisfy Listing Rule 12.2.
5. Yes, Silver Mines is in compliance with Listing Rule 3.1. There is no information about the Company's financial condition that should be given to ASX in accordance with that rule which has not already been released to the market.
6. This response has been approved by Anthony McClure, the Managing Director of the Company who has been authorised by the Board to respond to the ASX in relation to this matter.

Yours faithfully,



Trent Franklin  
Company Secretary



12 February 2018

Trent Franklin  
Silver Mines Limited  
Level 11, 52 Phillip St  
Sydney NSW 2000

By Email:

Dear Trent,

**Silver Mines Limited (the “Company”): Appendix 5B Query**

I refer to the Company’s Appendix 5B quarterly report for the period ended 31 December 2017 lodged with ASX Market Announcements Platform on 31 January 2018 (the “Appendix 5B”).

ASX notes that the Company has reported:

- negative net operating cash flows for the quarter of \$2,681,000
- cash at the end of the quarter of \$1,540,000; and
- estimated cash outflows for the next quarter of \$1,050,000.

It is possible to conclude, based on the information in the Appendix 5B that if the Company were to continue to expend cash at the rate indicated by the Appendix 5B, the Company may not have sufficient cash to continue funding its operations for the next two quarters. In view of that, ASX asks the Company to respond separately to each of the following questions and requests for information:

1. Does the Company expect that it will continue to have negative operating cash flows for the time being and, if not, why not?
2. Has the Company taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?
3. Does the Company expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?
4. Please provide any other information that the Company considers may be relevant to ASX forming an opinion on whether the Company is in compliance with Listing Rule 12.2 (a listed entity’s financial condition must, in ASX’s opinion, be adequate to warrant the continued quotation of its securities and its continued listing).
5. Please confirm that the Company is in compliance with Listing Rule 3.1 and that there is no information about its financial condition that should be given to ASX in accordance with that Rule that has not already been released to the market.

6. Please confirm that the Company'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 Company 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 9.30am AEDT on Friday, 16 February 2018. If we do not have your response by then, ASX will have no choice but to consider suspending trading in the Company'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 Company'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. 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 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.

In responding to this letter, you should have regard to the Company'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 Company'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 Company's securities under Listing Rule 17.1.

If you wish to request 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,

A handwritten signature in blue ink, appearing to read 'Kimberley Brown', written in a cursive style.

Kimberley Brown  
Principal Adviser, Listings Compliance (Sydney)