



20 October 2020

ASX Limited
Level 40
Central Park
152-158 St Georges Terrace
PERTH WA 6000

Attention: Sean Maloney

Dear Sean

BPH Energy Limited ('BPH'): General – Aware Query

We refer to your letter of 15 October 2020 and respond as follows to the questions in the order presented:

1. *Does BPH consider the Impairment Decision and/or the Impairment to be information that a reasonable person would expect to have a material effect on the price or value of its securities?*

No

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

The issue with the EP386 application had been notified to the market as far back as the Company's March 2020 operations report.

BPH's closing share price on 21st, 22nd and 23rd September was 4 cents per share, the same as it was on the day before the Advent audited financial statements were released to the market.

3. *When did BPH first become aware of the Impairment?*

A provisional decision to make the impairment charge was made internally on 18 July 2020, however this was not final until the audited final statements were signed on 21 September 2020

4. *When did BPH first become aware of the Impairment Decision?*

A provisional decision to make the impairment charge was made internally on 18 July 2020, however this was not final until the audited final statements were signed on 21 September 2020

5. *If the answer to question 1 is "yes" and BPH first became aware of the Impairment Decision or the Impairment before the relevant date, did BPH 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 BPH was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps BPH took to ensure that the information was released promptly and without delay.

The issue with the EP386 application had been notified to the market as far back as the Company's March 2020 operations report.

The Impairment was included in BPH's unaudited Appendix 4E financial results released to the market on 31st August 2020.

A final decision to make the Impairment was not made until the audited final statements were signed on 21 September 2020.

The overall loss recognised in BPH with respect to its share of Advent results for the year ended 30 June 2020 was only \$14,893, not material to the overall result of BPH.

6. *Please confirm that BPH is complying with the Listing Rules and, in particular, Listing Rule 3.1.*

BPH is complying with the Listing Rules and, in particular, Listing Rule 3.1.

7. *Please confirm that BPH'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 BPH with delegated authority from the board to respond to ASX on disclosure matters.*

Yes

Yours sincerely,

A handwritten signature in black ink, appearing to read 'D. Breeze'.

David Breeze
Executive Director



15 October 2020

Reference: 26095

Mr David Breeze
Company Secretary
BPH Energy Limited

By email: David@grandbridge.com.au

Dear Mr Breeze

BPH Energy Limited ('BPH'): General – Aware Query

ASX refers to the following:

- A. BPH's announcement entitled "Advent Energy Limited June 2020 Annual Financial Statements" lodged on the ASX Market Announcements Platform on 21 September 2020 (the 'Announcement'), disclosing the following, among other things:
- (i) Advent Energy Limited incurred an impairment expense of \$2,302,000 during the year ended 30 June 2020 in connection with EP286 exploration costs ('Impairment'); and
 - (ii) Onshore Energy ('Onshore') made an application for suspension and extension of the permit conditions in EP386 which was not accepted by the Department of Mines, Industry Regulation and Safety. Onshore sought a review of the decision by the Minister of Resources who responded setting out a course of action in relation to that decision. Onshore is lodging an appeal against that decision with the WA State Administrative Tribunal. The Directors consider it prudent to make an impairment provision against the permit exploration costs at this time ('Impairment Decision').
- B. Listing Rule 3.1, which requires a listed entity to immediately give ASX 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.
- C. 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."*
- D. 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.”*
- E. 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.”*

Request for information

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

1. Does BPH consider the Impairment Decision and/or the Impairment to be 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 BPH first become aware of the Impairment?
4. When did BPH first become aware of the Impairment Decision?
5. If the answer to question 1 is “yes” and BPH first became aware of the Impairment Decision or the Impairment before the relevant date, did BPH 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 BPH was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps BPH took to ensure that the information was released promptly and without delay.
6. Please confirm that BPH is complying with the Listing Rules and, in particular, Listing Rule 3.1.
7. Please confirm that BPH’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 BPH 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 Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by no later than **2:00 PM AWST Tuesday, 20 October 2020**. 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, BPH’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 BPH to request a trading halt immediately.

Your response should be sent to me by e-mail at **ListingsCompliancePerth@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.

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 BPH'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 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*.

Suspension

If you are unable to respond to this letter by the time specified above, ASX will likely suspend trading in BPH's securities under Listing Rule 17.3.

Listing Rules 3.1 and 3.1A

In responding to this letter, you should have regard to BPH'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 BPH'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.

Release of correspondence between ASX and entity

We reserve the right to release a copy of this letter, your reply and any other related correspondence between us to the market under listing rule 18.7A.

Questions

If you have any questions in relation to the above, please do not hesitate to contact me.

Yours sincerely

Sean Maloney
Adviser, Listings Compliance (Perth)