

7 January 2015

Simon Daniels
ASX Compliance Pty Limited
20 Bridge Street
Sydney NSW 2000

ASX Query – Appendix 3Y Change of Director's Interest Notice

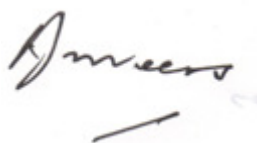
I refer to your letter dated 29 December 2014 in relation to the late lodgement of the Appendix 3Y forms (together, the **Appendix 3Y's**) in respect of the change in shareholdings for Dan Buckley, Mick Aw, Wang Jianfei and Peter Meers in their capacities as directors of Tiaro Coal Limited (**Company**).

As you are aware, the Company has recently undertaken a capital raising resulting in a significant change in the ownership structure of the Company as well as a change in the Company's services provider which had previously provided the Company with administrative and secretarial services.

In respect of the queries raised in your letter, we respond by way of the following:

1. Due to an administrative oversight which occurred as a result of a change in the Company's services provider, the Appendix 3Y's were not lodged within the prescribed time period. The Appendix 3Y's were lodged immediately upon the oversight being identified.
2. The Company and its Directors are each aware of their obligations under the ASX Listing Rules, in particular the continuous disclosure obligations pursuant to ASX Listing Rules 3.19A and 3.19B. The Company has restated the scope and extent of its current secretarial arrangements and has in place adequate processes to ensure no further breaches of the ASX Listing Rules will occur.
3. The Company believes it has the necessary processes in place and will ensure that future compliance obligations are met. The late lodgement of the Appendix 3Y's was an isolated incident and the Company is committed to ensuring that no further breaches of the ASX Listing Rules occur.

Yours sincerely

A handwritten signature in black ink, appearing to read "P Meers", with a horizontal line underneath.

Peter Meers
Chairman



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29 December 2014

Peter Meers
Company Secretary

Dear Peter,

Tiaro Coal Limited (the "Company")

We refer to the following;

1. The Appendix 3Y lodged by the Company with ASX Limited ("ASX") on 19 November 2014 f or Dan Buckley, Mick Aw, Peter Meers and Weng Jiantei (the "Notice").
2. Listing rule 3.19A.2 which requires an entity to tell ASX the following:

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) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs.

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 Notice indicates that a change in Dan Buckley, Mick Aw and Weng Jian notifiable interest occurred on 19 November 2014. It appears that the Notice should have been lodged with ASX by 26 November 2014. Consequently, the Company may be in breach of listing rules 3.19A and/or 3.19B.

Please note that ASX is required to record details of breaches of the listing rules by listed companies for its reporting requirements.

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 Notice was 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 simon.daniels@asx.com.au. 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 (i.e. **before 9.30 a.m. A.E.D.T.**) on Thursday, 8 January 2015.

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]

Simon Daniels
Senior Adviser, Listings (Sydney)