



**Magnis Resources**  
L I M I T E D

**MAGNIS RESOURCES  
LIMITED**

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19 February, 2015

Mr E Onyura  
ASX Compliance Pty Ltd  
20 Bridge Street  
Sydney NSW 2000

Dear Elvis,

**ASX Price Query**

We refer to your letter dated 18 February, 2015 in which you have requested a response to your queries.

Accordingly, we submit the following information in respect to each of your queries:

1. Magnis Resources Limited ("the Company") is not aware of any information that has not been announced to the market, which if known by some in the market, could explain recent trading in our securities.
2. Not applicable.
3. The Company released the Pre-Feasibility Study for the Nachu Graphite Project in Tanzania on 29 December 2014. The study showed very positive economics for the Project and aggregate binding offtake agreements for 180,000tpa to be used predominantly in the Electric Vehicle battery market, which to our knowledge are the largest offtake agreements in the sector worldwide.

Recently, there has been a road show conducted to overseas investment institutions. In addition to this, our Chief Executive Officer has been meeting up with parties overseas in regards to project financing. Other than that information, we do not have any other explanation for the recent trading in our securities.

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

Yours Sincerely,

Douglas Richardson  
**Company Secretary**



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Australia Square NSW 1215

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18 February 2015

Mr Douglas Richardson  
Company Secretary  
Magnis Resources Limited  
Suite 915  
301 George Street  
Sydney NSW 2000

By email

Dear Mr Richardson,

**Magnis Resources Limited (the "Company"): ASX Price Query**

We have noted a change in the price of the Company's securities from a low of \$0.205 on Tuesday, 10 February 2015 to a close of \$0.265 today, Wednesday, 18 February 2015.

We also note an increase in the trading volumes of the Company'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 Company 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 Company relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1?

Please note that the recent trading in the Company's securities would suggest to ASX that such information may have ceased to be confidential and therefore the Company 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 Company may have for the recent trading in its securities?
4. Please confirm that the Company is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.

## 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 **9.30 a.m. AEDT, tomorrow, Thursday, 19 February 2015**. 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 at [elvis.onyura@asx.com.au](mailto:elvis.onyura@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 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 Company 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 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*.

## 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 Company'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

*[Sent electronically without signature]*

Elvis Onyura

Senior Adviser, Listings Compliance (Sydney)