

15 August 2016

ASX Compliance Pty Limited
Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000

Attention Elizabeth Harris

Dear Elizabeth

Re Price and Volume Query

Further to your letter of 12 August 2016 concerning the price change and increase in volume of the Company's shares since 10 August 2016, we advise the following:

1. Is the Company aware of any information concerning it that has not been announced which, if known, could be an explanation for recent trading in the securities of the Company?

Yes. The Company was in very early stage discussions to acquire up to a 74% interest in certain project areas located in Guyana prospective for lithium and tantalum (the **Proposed Transaction**).

The negotiations were very preliminary in nature, no exchange of agreements had occurred and the Company was in the process of seeking confirmation that ASX Listing Rule 11.1.3 will not apply to the Proposed Transaction. However, ASX has advised the Company that it intended to suspend the Company's securities from trading pending the outcome of a decision on the Proposed Transaction regarding Chapter 11. As such, the counterparty to the Transaction withdrew from discussions with the Company on the Proposed Transaction.

Notwithstanding this, the Company continues to assess transactions that may add value to shareholders, mostly within the resources sector.

2. If the answer to question 1 is yes, can an announcement be made immediately? If not, why not and when is it expected that an announcement will be made?

Due to the preliminary, incomplete and confidential nature of the discussions relating to the Proposed Transaction, the Company did not believe it was in a position to make an announcement regarding the discussions or the Proposed Transaction.

In any event, the discussions on the Proposed Transaction have now ceased.

3. Is there any other explanation that the Company may have for the price and volume change in the securities of the Company?

Other than as set out above, the Company has no information which has not been previously fully disclosed to the market.

4. Please confirm that the Company is in compliance with the listing rules and, in particular, listing rule 3.1.

The Company is in compliance.

For and on behalf of the Greenpower Energy Limited Board



Matthew Suttling
Company Secretary



12 August 2016

Mr Matt Suttling
Company Secretary
Greenpower Energy Limited
PO Box 1061
Newport Beach NSW 2106

By email: matt@suttling.com

Dear Mr Suttling

Greenpower Energy Limited (the “Entity”): ASX price and volume query

We note the change in the price of the Entity’s securities from a closing price of \$0.004 on Monday, 8 August 2016 to an intra-day high of \$0.009 today, Friday 12 August 2016.

We also note the significant increase in the volume of the Entity’s securities traded during this period.

In light of this, 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.

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 2.00pm today, 12 August 2016. 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 ASX by e-mail to shannon.nicholson@asx.com.au and tradinghaltspert@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 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

[Sent electronically without signature]

Shannon Nicholson

Principal Adviser, Listings Compliance (Perth)