



30 April 2019

ASX Code: MTB

Mr Chris Hesford
Adviser
Listings Compliance (Perth)
ASX Compliance Pty Ltd
Level 40 Central Park
Perth WA 6000

Dear Mr Hesford,

In regard to your letter of 29 April 2019 addressed to the Company Secretary, please find below responses to the six queries raised by ASX.

ASX Query 1. *Does MTB expect that it will continue to have negative operating cash flows for the time being and, if not, why not?*

In answer to **Query 1**, MTB confirms that as a company involved in resource exploration and development, without a project in production to generate cash flow, the Company will continue to have negative operating cash flows for the time being.

ASX Query 2. *Has MTB 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?*

MTB has the capacity to conduct further share placements under Listing Rules 7.1 and 7.1A. Subject to approval at a General Meeting to be held on 1 May 2019, MTB will then have the availability to issue the full capacity of 15% of its current issued Share Capital under Listing Rule 7.1, as well as the full capacity of 10% of its current issued share capital under Listing Rule 7.1A. MTB can also conduct rights issues for the purpose of further funding. MTB has also recently received expressions of interest relative to participation in future capital raisings.

Reference to the Corporate Section of MTB's Quarterly Report released to ASX on 29 April 2019, shows that MTB has lodged and is awaiting receipt of a R & D claim amounting to \$70,177 and if required has commitments for loan funding from Directors amounting to \$15,000.

As a consequence of the recent Ultra Fine Dense Media Separation test work conducted by EXXARO on the Nxuu Deposit to separate barren Quartz Wacke from mineralised Quartz Wacke, being the host rock of mineralisation and in order to keep the market fully informed, MTB has been involved in assessing the impact it could have on the Kihabe-Nxuu Project. MTB believed that it could have impacted on its share price and therefore believed it appropriate to release these results so that in accordance with Listing Rule 3.1 any capital raising could be conducted in a fully informed market.

ASX Query 3. *Does MTB expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?*

In answer to **Query 3**, MTB believes that it will be able to continue its operations and meet its business objectives through the ability to raise further funds for the development of its Kihabe-Nxuu project.

ASX Query 4. *Please provide any other information that MTB considers may be relevant to ASX forming an opinion on whether MTB 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)*

In answer to **Query 4**, MTB believes that its financial condition, when taking into account information as outlined in MTB's answers to **ASX Queries 2 and 3**, is adequate to warrant the continued quotation of its securities and its continued listing. In addition, MTB is focussed on developing a project, which based on current metal prices provides a real purpose for pursuing the potential for future production for both an Australian Listed Company and Botswana, a country in need of developing its potential resources.

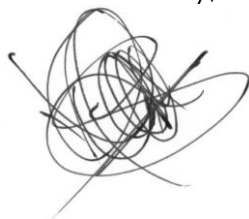
ASX Query 5. *Please confirm that MTB is in compliance with Listing Rule 3.1 and that there is no information about its financial condition that should be given to ASX in accordance with that Rule that has not already been released to the market.*

In answer to **Query 5**, MTB confirms that to the best of its knowledge, it is in compliance with Listing Rule 3.1 and that there isn't any 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.

ASX Query 6. *Please confirm that MTB'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 MTB with delegated authority from the Board to respond to ASX on disclosure matters.*

In answer to **Query 6**, MTB confirms that its responses to the questions above have been authorised and approved by Nigel Raymond Forrester, FCA (ICAEW), CEO of MTB, with delegated authority from the MTB Board to respond to ASX on disclosure matters.

Yours sincerely,

A handwritten signature in black ink, appearing to be 'Nigel Forrester', written over a circular scribble.

Nigel Forrester
CEO

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29 April 2019

Ms Jan Forrester

Company Secretary
Mount Burgess Mining NL
8/800 Albany Highway
East Victoria Park WA 6101

By email: mtb@mountburgess.com

Dear Ms Forrester

Mount Burgess Mining (“MTB”): Appendix 5B Query

I refer to MTB’s Appendix 5B quarterly report for the period ended 31 March 2019 lodged with ASX Market Announcements Platform on 29 April 2019 (the “Appendix 5B”).

ASX notes that MTB has reported:

- negative net operating cash flows for the quarter of \$77,000;
- cash at the end of the quarter of \$34,000; and,
- estimated cash outflows for the next quarter of \$34,000.

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

1. Does MTB expect that it will continue to have negative operating cash flows for the time being and, if not, why not?
2. Has MTB 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 MTB 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 MTB considers may be relevant to ASX forming an opinion on whether MTB 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 MTB 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 MTB’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 MTB 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 **5:00 pm AWST on Wednesday 1 May 2019**. If we do not have your response by then, ASX will have no choice but to consider suspending trading in MTB'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, MTB'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 chris.hesford@asx.com.au and to 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.

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

Kind regards

[Sent electronically without signature]

Chris Hesford

Adviser Listings Compliance (Perth)

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