



26 February 2020

Todd Lewis
Adviser, Listings Compliance
ASX Limited
Level 4, North Tower
Rialto Towers
525 Collins Street
Melbourne VIC 3000

BY E-MAIL: todd.lewis@asx.com.au; ListingsComplianceMelbourne@asx.com.au

Dear Mr Lewis,

ASX – AWARE QUERY AND REQUEST FOR INFORMATION

We refer to your query and request for information in your letter dated 21 February 2020 to Freehill Mining Limited (**FHS**) in relation to the information contained in the market announcement released to ASX on 20 February 2020 titled “More High Grade Magnetite Encountered at Yervas Buenas” (**Information**). Please find below our responses to your queries:

- 1. Does FHS consider the Information to be information that a reasonable person would expect to have a material effect on the price or value of its securities?**

Yes.

- 2. If the answer to question 1 is “no”, please advise the basis for that view?**

Not applicable.

- 3. If the answer to question 1 is “yes” and FHS first became aware of the Information before the relevant date, did FHS 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 FHS was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps FHS took to ensure that the information was released promptly and without delay.**

FHS became aware of the Information on 19 February 2020 and the market release was prepared by the Company’s CEO Peter Hinner and reviewed by the Company’s media relations advisers. The announcement was finalised and released as soon as practicable on 20 February 2020. FHS notes that its current drilling program commenced in October 2019 (see announcement *Phase 2 Drilling Commences at Yervas Buenas Project*, 22 October 2019) and FHS has provided regular updates to the market on the progress of the drilling program and on drilling results when they have become available (see announcements *Yervas Buenas Drill Program Progressing Well*, 19 November 2019;

Freehill Mining Ltd – iron ore producers |ACN 091 608 025 |www.freehillmining.com

|Tel: +61 (0)3 8658 5976 |email: info@freehillmining.com

Melbourne Office

|Level 24, 570 Bourke Street, Melbourne, Vic 3003

La Serena, Chile office

|Level 7, Edificio Seville, Avenida Del Mar La Serena, Chile South America

More High Grade Magnetite Intersected at Yerbas Buenas, 2 December 2019; Significant Indication of Copper Mineralisation Identified, 9 December 2019; Assays Confirm More High Grade Magnetite at Yerbas Buenas, 28 January 2020). FHS is of the view that its announcement of 20 February 2020 is consistent with its prior ASX releases with respect to the Yerbas Buenas drilling program.

Analysing and collating data from the assay laboratory and ensuring appropriate disclosure of material results takes time, as does the preparation and review of announcements of drilling results, to ensure such announcements comply with the JORC Code and ASX Listing Rules. In this instance, FHS acted with due urgency in preparing and releasing the announcement containing the Information.

FHS notes that it is of the view that other market announcements made to ASX in the weeks leading up to the announcement containing the Information including the announcement regarding assays on 28 January 2020, an announcement regarding an equity placement to a sophisticated shareholder at a premium to the FHS share price on that date (*Placement to Sophisticated Investor*, 5 February 2020) and an announcement with a link to an Investor Stream interview with FHS' CEO Peter Hinner (*Investor Stream Interview with CEO*, 7 February 2020) have contributed to an increase in the volume of FHS shares being traded on market, and a rise in the FHS share price, on 19 and 20 February 2020.

4. **Please confirm that FHS is complying with the Listing Rules and, in particular, Listing Rule 3.1.**
FHS confirms it has complied and is complying with the ASX Listing Rules, including continuous disclosure obligations provided for in Listing Rule 3.1.
5. **Please confirm that FHS'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 FHS with delegated authority from the board to respond to ASX on disclosure matters.**
FHS confirms that the above responses have been approved by the Board of Directors of FHS.

Signed for and on behalf of Freehill Mining Limited:



Paul Davies

Executive Director and Company Secretary

pdavies@freehillmining.com



21 February 2020

Reference: ODIN14285

Mr Paul Davies
Finance Director
Freehill Mining Limited
C/- Yarra Business Group
Level 1, 141 Chapel Street
North Melbourne Victoria 3051

By email: pdavies@freehillmining.com

Dear Mr Davies

Freehill Mining Limited('FHS'): Aware Query

ASX refers to the following:

- A. FHS's announcement entitled "More High Grade Magnetite Encountered at Yervas Buenas" lodged on the ASX Market Announcements Platform and released at 3:31 PM on 20 February 2020 (the 'Announcement'), disclosing assay results from two more holes from the Yervas Buenas Project ('Information').
- B. The price of FHS's securities from a closing price of \$0.028 on 19 February 2020 to a high of \$0.039 on 20 February 2020.
- C. The significantly high volume of trades in FHS's securities from the commencement of trading on 20 February 2020 until the release of the Announcement at 3:31 PM (AEDT).
- D. 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.
- E. 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."
- F. 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."*

- G. 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 FHS to respond separately to each of the following questions and requests for information:

1. Does FHS consider the Information 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 FHS first become aware of the Information?
4. If the answer to question 1 is "yes" and FHS first became aware of the Information before the relevant date, did FHS 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 FHS was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps FHS took to ensure that the information was released promptly and without delay.
5. Please confirm that FHS is complying with the Listing Rules and, in particular, Listing Rule 3.1.
6. Please confirm that FHS'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 FHS 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 9:30 AM **AEDT Wednesday, 26 February 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, FHS'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 FHS to request a trading halt immediately.

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

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- 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*.

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 ListingsComplianceMelbourne@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 Rules 3.1 and 3.1A

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

Suspension

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

Enquiries

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

Todd Lewis
Adviser, Listings Compliance (Melbourne)