

17 October 2016

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**Directors & Management**

Mr Paul Price  
*Non-Executive Chairman*  
Rodney Foster  
*Chief Executive Officer*

Mr Lloyd Jones  
*Non-Executive Director*

Mr David Ryan  
*Non-Executive Director*

Mr Bruce McFarlane  
*Non-Executive Director*

Mr Mark Maine  
*Company Secretary*

**ASX Code:** NTM

**Website:** [www.northernmanganese.com.au](http://www.northernmanganese.com.au)

ABN 24 119 494 772

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## RESPONSE TO ASX LETTER

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We refer to the request from ASX dated 17 October 2016 and advise as follows:

1. NTM is not aware of any information concerning it that has not been announced to the market which, if known by some in the market, could have explained recent trading in its securities.
2. Not applicable.
3. We are not aware of any other explanation for the recent trading.
4. NTM confirm that it is in compliance with Listing Rules of ASX and in particular Listing Rule 3.1.
5. I confirm that the above responses have been approved by an officer of the Company with the delegated authority from the board to respond to ASX on disclosure matters.

**Mark Maine**  
Company Secretary



17 October 2016

Mr Mark Maine  
Company Secretary  
Northern Manganese Limited  
Suite 1, 64 Thomas Road  
West Perth WA 6005

Dear Mark

**Northern Manganese Limited (“NTM”): price and volume query**

We note the change in the price of NTM’s securities from a low of \$0.064 to a high of \$0.075 today 17 October 2016.

We also note the significant increase in the volume of NTM’s securities traded today 17 October 2016.

In light of this, ASX asks NTM to answer separately each of the following questions and provide the following confirmations in a format suitable for release to the market in accordance with Listing Rule 18.7A:

1. Is NTM 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 NTM relying on Listing Rule 3.1A not to announce that information under Listing Rule 3.1?

Please note that the recent trading in NTM’s securities would suggest to ASX that such information may have ceased to be confidential and therefore NTM 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 NTM may have for the recent trading in its securities?
4. Please confirm that NTM is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
5. Please confirm that NTM’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 NTM 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 half an hour before the start of trading (ie before 9.30 am/6:30 am WST on Tuesday 18 October 2016. If we do not have your response by then, ASX will have no choice but to consider suspending trading in NTM'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, NTM'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 [tradinghaltspert@asx.com.au](mailto: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 Rules 3.1 and 3.1A**

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 NTM'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 NTM'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, 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 NTM'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]*

Dawn James  
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