

30 April 2014

Mr Adam Russo
Adviser, Listings Compliance (Perth)
Level 40 Central Park
152-158 St Georges Terrace
Perth WA 6000

Dear Adam

Enterprise Metals Limited (Company) – Response to ASX aware query

Thank you for your letter today.

The Company provides the following responses to the queries in your letter:

1. No. The announcement released by the Company on Tuesday 29 April 2014 headed “Drilling Update, Plato Nickel Prospect Fraser Range” was not in the Company’s opinion information that a reasonable person would expect to have a material effect on the price or value of the Company’s securities.
2. The announcement released by the Company on Tuesday 29 April 2014 headed “Drilling Update, Plato Nickel Prospect Fraser Range” was released in response to a specific ASX request for information on 28 April 2014, updating the market with non-price sensitive information. It was not issued by the Company for the purposes of announcing information in compliance with continuous disclosure obligations under Listing Rule 3.1.
3. not applicable.
4. not applicable.
5. The Company confirms that it is in compliance with the Listing Rules and in particular Listing Rule 3.1.

Yours sincerely



Dermot Ryan
Managing Director

For personal use only



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30 April 2014

Dermot Ryan
Managing Director
Enterprise Metals Limited
Level 1, 640 Murray Street
WEST PERTH WA 6005

By email: dermotr@enterprisemetals.com.au

Dear Dermot,

Enterprise Metals Limited (the "Entity"): ASX aware query

ASX Limited ("ASX") refers to the following:

1. The Entity's announcement entitled "*ENT Drilling Update*" lodged with ASX Market Announcements Platform and released at 4:04 pm EST on Tuesday, 29 April 2014 (the "Announcement"), disclosing that the first two holes of an eight hole reverse circulation ("RC") drilling program at Plato in the Fraser Range have been completed and field observations.
2. The recent trading in the securities of the Entity including a change in the price from a close of \$0.047 on Wednesday, 23 April 2014 to an intraday high of \$0.083 on Monday, 28 April 2014 (the "Trading Activity").
3. The Entity's announcement entitled "*Response to ASX Query*", lodged with ASX Market Announcements Platform and released on Tuesday, 29 April 2014 at 4:04 pm EST (the "Price Query Response"), disclosing that the Entity was not aware of any information not previously announced to the market that could explain the recent Trading Activity.
4. Listing Rule 3.1, which 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.
5. The definition of "aware" in Chapter 19 of the Listing Rules. This definition 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."

Additionally, you should refer to section 4.4 in Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B "When does an entity become aware of information"*.

6. 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 requirements 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."

7. 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 "Listing Rule 3.1A.2 – the requirement for information to be confidential"*. 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."

Having regard to the above, we ask that you answer the following questions in a format suitable for release to the market in accordance with Listing Rule 18.7A:

1. Does the Entity consider the information in the Announcement, namely that the first two holes of an eight hole reverse circulation drilling program at Plato have been completed, as well as the field observations as a result of the drilling program, 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. If the answer to question 1 is "yes", when did the Entity first become aware of the information in the Announcement.
4. If the answer to question 1 is "yes" and the Entity first became aware of the information in the Announcement before the relevant date, did the Entity 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 in particular on when you believe the entity was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps the Entity took to ensure that the information was released promptly and without delay. In responding to the matters raised in this paragraph please comment specifically on the Trading Activity.
5. 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 no later than **4:00 pm (WST) on Friday, 2 May 2014**. 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 me by e-mail at adam.russo@asx.com.au or by facsimile to 61 8 9221 2020. 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, 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]

Adam Russo
Adviser, Listings Compliance (Perth)