



20 May 2021

Mr Daniel Nicholson
Adviser (Listings Compliance Perth)
ASX Limited
10th Floor, 20 Bridge Street
Sydney NSW 2000

Dear Daniel

ASX “Aware Query” 17 May 2021

BPH Energy Ltd (ASX: BPH) (**BPH** or the **Company**) refers to the ASX Aware Query dated 17 May 2021.

BPH responds with its answers to the Requests for Information on pages 2 and 3 of your letter which are set out below using ASX paragraph numbering:

1. In the context of the explanation below and the assumption that the question is being as to whether this was the case at the time of the release on 17 May 2021, the answer to this question is no.
2. Not applicable.
3. BPH believes the referenced report was published and therefore fully available in the public domain sometime after 2006 (and not in 2006) however BPH’s awareness of the report was on or about the date that BPH released (via a cross release from MEC Resources Ltd- ASX:MMR) an ASX announcement on the report titled “Offshore Sydney Basin Outgassing”. This release was made on 21 December 2010 (and certain material from the voyage reported in October 2010 and prior in 2008 as referred to further below).

The report and its contents were therefore both in the public domain and formally released on ASX at the time that BPH became aware of the report.

- 4.1 As set out above BPH published (via a cross release from MEC Resources Ltd (ASX:MMR) a release on the report titled “Offshore Sydney Basin Outgassing “ on 21 December 2010. (and certain material from the voyage reported in October 2010 and prior by MMR in 2008).

The report and its contents were therefore both in the public domain and formally released on ASX at the time that BPH became aware of the report.

4.2 BPH and Advent have two common directors. David Breeze was aware of the Geoscience Report from research in the period prior its initial release. Tony Huston was aware of the report as part of a Due Diligence process in or about 2015.

5. Please refer to the responses above.

6. No. The '2010 information' is derived from field data provided to Advent by Geoscience Australia and which was reviewed and reported on by Dr Fred Kroh (a former Geoscience Australia employee) who is a published author and recognized specialist in this area. Dr Kroh provided a report to Advent which was released on ASX by MMR. A current review of the Geoscience Report for the purposes of the current work program being undertaken by Advent identified that Geoscience Australia had referenced that the pockmarks (depressions in the seafloor) were caused by methane gas and although this information was in the report that was in the public domain, this information had not been provided in the earlier announcements and it is for this reason that the announcement on 17 May 2021 was made.

7. Yes.

8. Yes.

Yours Sincerely

David Breeze

17 May 2021

Reference: 34813

Mr David Breeze
Company Secretary
BPH Energy Limited

By email

Dear Mr Breeze

BPH Energy Limited ('BPH'): General – Aware Query

ASX refers to the following:

- A. BPH's announcement titled 'Investee Advent Energy PEP11 – Baleen Well' lodged on the ASX Market Announcements Platform ('MAP') and released at 9:52 AM on 17 May 2021 (the 'Announcement'), disclosing, among other things:

- (a) Geoscience Australia's report titled "NSW Continental Slope Survey. RV Southern Surveyor 10/2006" published on or about October 2006 ('Geoscience Report');
- (b) information provided to BPH from its investee company, Advent Energy Limited, about the Geoscience Report ('Information'); and
- (c) the following quotes extracted from the Geoscience Report:

"It is significant that the sediment directly above the largest fault is disturbed and distinctive circular depressions occur in the sea floor. These depressions are likely to be caused by methane gas and fluid from the Permian coal measures escaping along the fault plane."

"On the mid slope between the Newcastle Canyons are a number of depressions on the seafloor. These are large features and for example, extend 750 m across slope, with side scarps showing slopes over 20° and floors 70 m below the rims. These features resemble those found on sidescan records from the Mississippi Delta known as "collapse depressions" and result from gas and fluid expulsion from subsurface Units (e.g., Prior and Coleman, 1980). "... "It is considered likely that the features found off Newcastle are also depressions formed from gas and/or fluid escape..."

('Geoscience Report Quotes').

- B. BPH's announcement titled 'Further Investment in Advent Energy Ltd' lodged on MAP and released at 2:51 PM on 11 October 2010 ('2010 Announcement') which, among other things, disclosed that:

"The prospectivity of this petroleum basin has been further enhanced by the confirmation of the presence of apparent ongoing hydrocarbon seeps. Sub-bottom profile data, swath bathymetry, seismic and echosounder data collected by Geoscience Australia along the continental slope / permit margin has demonstrated active erosional features in conjunction with geophysical indications of gas escape.",

('2010 Information').

- C. The change in price in BPH's securities from a low of \$0.073 on Friday, 14 May 2021, to an intraday high of \$0.0935 at the time of writing, today.
- D. The common directorships between Advent Energy Limited and BPH, including Messers Tony Huston and David Breeze.

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- E. 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.
- F. 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."*
- G. 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."*
- H. 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 BPH to respond separately to each of the following questions and requests for information:

1. Does BPH 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 "yes", please advise the basis for that view in circumstances where the Geoscience Report appears to have been published in October 2006.
3. If the answer to question 1 is "no", please advise the basis for that view.
4. When did BPH first become aware of (please respond to each of the following):
 - 4.1 the Information; and

4.2 the Geoscience Report.

In responding to this question, please specifically address the commonality of directors between BPH and Advent Energy Limited and when those directors became aware of the Information and the Geoscience Report.

5. If BPH first became aware of the Information before the relevant date (17 May 2021), did BPH 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 BPH was obliged to release the information under Listing Rules 3.1 and 3.1A and what steps BPH took to ensure that the information was released promptly and without delay.
6. Referring specifically to the 2010 Announcement and the 2010 Information, is the 2010 Information derived from the Geoscience Report or the Geoscience Report Quotes? If the answer to this question is 'yes', please explain why BPH considers the Information to be new information that a reasonable person would expect to have a material effect on the price or value of its securities?
7. Please confirm that BPH is complying with the Listing Rules and, in particular, Listing Rule 3.1.
8. Please confirm that BPH'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 BPH 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 **11:45 AM AWST Thursday, 20 May 2021**. 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, BPH'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 BPH to request a trading halt immediately.

Your response should be sent to me by e-mail at **ListingsCompliancePerth@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.

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 BPH'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 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*.

Suspension

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

Listing Rules 3.1 and 3.1A

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

Release of correspondence between ASX and entity

We reserve the right to release a copy of this letter, your reply and any other related correspondence between us to the market under listing rule 18.7A.

Questions

If you have any questions in relation to the above, please do not hesitate to contact me.

Yours faithfully

Daniel Nicholson
Adviser, Listings Compliance (Perth)