



2019年05月02日

## 回覆 ASX 關於 Appendix 5B 的詢問

Soon Mining Limited (“SMG”)在2019年05月01日收到了ASX的詢問函，內容涉及於2019年4月30日遞交給ASX市場公布平台的Appendix 5B。

董事會已經審查ASX所提出的問題，我們的回覆如下：

1. SMG是否期望它暫時會繼續產生負現金流，如果沒有，為什麼不呢？

SMG回覆：SMG在募到資金前，預期在短期間內會有負的經營現金流，但不會影響正常運營。不管是通過股東借款、公司債或是外部來源的投資，我們一旦有了資金，SMG將開始其開採活動，就能夠很快地扭轉局面並產生正的現金流。

2. SMG是否已採取任何措施，或是否建議採取任何措施，以籌集更多現金以資助其運營，如果是，那麼這些措施是什麼以及相信會成功的可能性有多大？

SMG 回覆：SMG 已向現有及潛在的投資人發行公司債和公司也以股東借款的形式向現有的股東尋求短期週轉資金。其中一名董事也積極參與市場並尋求相關行業的合作或投資已協助 SMG 滿足其短期營運所需的資金需求。目前與潛在投資者的談判已經進入最後階段，希望資金能順利在短期內注入公司。

3. SMG是否希望能夠繼續運營並實現其業務目標，如果是，基於什麼基礎？

SMG 回覆：SMG 強烈的相信能繼續營運及實現其業務目標，這可以通過我們在南非迦納不斷的努力以及市場發佈的消息中來證明。因為一但公司得到短期資金，公司將能立即開始在 JV 項目的黃金生產，因為試機階段已經完成。

此外，通過公司自有的項目(Kwahu Praso)不斷的努力，EPA 的進度終於進入最終階段與當地社區簽署企業社會責任協議。一旦下一階段的環境評估(EIA)和公聽會結束，我們將能取得採礦最終的批准。當收到所需的資金後，我們相信很快就可以到位，上述所有活動都可以進行。

現在主要的重點是尋求資金並開始合作項目，因為這將使我們能夠在短時間內產生積極的現金流，同時也能繼續推進 EPA 的批准進度。

4. 請確認 SMG 遵守上市規則 3.1，並且沒有關於其應根據尚未向市場發布的規則應向 ASX 提供的財務狀況的信息。

SMG 回覆：SMG 確認有遵守上市規則 3.1 和有關於財務狀況的所有相關信息已相應的在市場公布。

中文僅供參考，以英文版為主

5. 請確認SMG對上述問題的回复已根據其公佈的持續披露政策授權和批准，或由其董事會或SMG官員授權並獲得董事會授權，以便就披露事宜回复ASX。

**SMG 回覆：**SMG 確認董事會已討論並批准這封信的發佈

自從我們在ASX上市以來，由於不可預見的情況，包含政府的變更和新立法，我們克服了西非迦納許多的障礙。這對公司和董事會來說是一段非常艱難的旅程，也希望能得到股東們的支持。SMG目前正在積極推進礦區項目及該地區的其他特別項目，並相信我們將很快就能產生正現金流。

黃青田  
董事總經理



1 May 2019

Mr Jeremiah Thum  
Company Secretary  
Soon Mining Limited  
Level 1, Suite 1a  
33 Queen Street  
Brisbane QLD 4000

By email:

Dear Mr Thum

### **Soon Mining Limited ('SMG'): Appendix 5B Query**

ASX refers to SMG's Appendix 5B quarterly report for the period ended 31 March 2019 lodged with ASX Market Announcements Platform on 30 April 2019 (the 'Appendix 5B').

ASX notes that SMG has reported:

- negative net operating cash flows for the quarter of \$79000;
- cash at the end of the quarter of \$50000; and
- estimated cash outflows for the next quarter of \$40000.

It is possible to conclude, based on the information in the Appendix 5B that if SMG were to continue to expend cash at the rate indicated by the Appendix 5B, SMG may not have sufficient cash to continue funding its operations.

In view of that, ASX asks SMG to respond separately to each of the following questions and requests for information:

1. Does SMG expect that it will continue to have negative operating cash flows for the time being and, if not, why not?
2. Has SMG 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 SMG expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?
4. Please confirm that SMG is complying 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.
5. Please confirm that SMG's responses to the questions above have been authorised and approved under its published continuous disclosure policy or otherwise by its board or an officer of SMG 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 **4:00 PM AEST Friday, 3 May 2019**. If we do not have your response by then, ASX will have no choice but to consider suspending trading in SMG'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, SMG's obligation is to

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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 [ListingsComplianceSydney@asx.com.au](mailto:ListingsComplianceSydney@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 and Listing Rule 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 SMG’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 SMG’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 SMG’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 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*.

### **Enquiries**

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

Kind regards



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**Alex Sutton**

Listings Adviser - Geology, Listings Compliance (Sydney)