



12 March 2018

Ms. Sandra Wutete
Australian Securities Exchange (**ASX**)
Level 40, Central Park
152-158 St George's Terrace
Perth WA 6000

Dear Ms. Wutete,

RE: Brookside Energy Limited (the ENTITY): ASX aware query

In response to your letter dated 8 March 2018, Brookside Energy Limited ("Brookside" or the "Company") provides the following response:

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

Yes. However, please note that the Company's leasing and acquisition campaign is on-going, and the Company is therefore acquiring acreage on a continuing basis. Also worth noting, is that the Company has consistently flagged the ongoing nature of its acreage leasing and acquisition program in regular updates to the market.

Further, the Company notes recent press articles that are providing commentary on the Brookside's per acre re-valuation business model and noting comparative analysis of 25 transactions in the Anadarko Basin since mid-2015 where undeveloped acreage in the STACK and SCOOP Plays achieved a weighted average price of approximately US\$16,000 per undeveloped acre.

- 2. When did the Entity become aware of the information referred to in the Announcement? Please include details of the relevant time and circumstances of the Entity becoming aware of the information referred to in the Announcement.**

As outlined above, the Company's leasing and acreage acquisition program is continuous and on-going however, between the dates of February 1, 2018 and March 6, 2018 the Company did successfully negotiate leases and/or agreements to acquire leases over approximately 304 acres (subject to final title clearance and closing). On or about the following dates the relevant leases and/or agreements to lease were secured; 1 February 2018 (~230 acres), 9 February 2018 (~1 acre), 23 February 2018 (~15 acres), 1 March 2018 (~3 acres), and 6 March 2018 (~55 acres).

Brookside remains committed to capturing additional core acreage through the balance of the 2018 calendar year. Also, as noted above the Company has consistently flagged the ongoing nature of its acreage leasing and acquisition program in regular updates to the market.

- 3. If the answer to any part of question 1 is “yes” and the Entity became aware of the information referred to in the Announcement prior to the release of the Announcement on Wednesday, 7 March 2018, did the Entity lodge any announcement with ASX Market Announcements prior to this date which disclosed the information in the Announcement? 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 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.**

As Brookside's leasing and acreage acquisition program is continuous and on-going the Board has typically provided market updates on its lease holdings when the acreage has increased between 200 and 400 acres. The acreage acquisitions that took place between 1 February and 6 March 2018 resulted in a lease holding increase of 304 acres and prompted the Company's 7 March 2018 announcement as the increase fell within the Company's historically reported average. The Company intends to continue the use of this method to prompt the release of its lease holding market updates.

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

Not applicable.

- 5. Please confirm that the Entity is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.**

The Company confirms it is in compliance with Listing Rule 3.1 and all other ASX Listing Rules.

- 6. Please confirm that the Entity'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 the Entity with delegated authority from the board to respond to ASX on disclosure matters.**

The Company confirms the above responses have been authorised and approved by the appropriate authority.

- ENDS -

For further information, contact:

Loren King

Director and Secretary
Brookside Energy Limited
Tel: (+61 8) 6489 1600

loren@brookside-energy.com.au



8 March 2018

Ms Loren King
Company Secretary
Brookside Energy Limited

By email

Dear Ms King

Brookside Energy Limited (the “Entity”): ASX aware query

ASX Limited (“ASX”) refers to the following:

1. The Entity’s announcement entitled “Anadarko Basin Acreage Increased by 17%” lodged with ASX Market Announcements Platform and released at 9:57 am (AEST) on Wednesday, 7 March 2018 (the “Announcement”), advising, among other things, that the Entity has increased its working interest leasehold acreage position in the world-class Anadarko Basin to approximately 2,000 acres, a 17% increase in less than 2 months.
2. The recent change in the price of the Entity’s securities from a closing price of \$0.017 on Thursday, 1 March 2018 to an intra-day high of \$0.023 on Tuesday, 6 March 2018 and a substantial increase in the volume traded over this period.
3. 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.
4. 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”*.

5. 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.”

6. 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.”

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 referred to in the Announcement to be information that a reasonable person would expect to have a material effect on the price or value of its securities?
2. When did the Entity become aware of the information referred to in the Announcement? Please include details of the relevant time and circumstances of the Entity becoming aware of the information referred to in the Announcement.
3. If the answer to any part of question 1 is “yes” and the Entity became aware of the information referred to in the Announcement prior to the release of the Announcement on Wednesday, 7 March 2018, did the Entity lodge any announcement with ASX Market Announcements prior to this date which disclosed the information in the Announcement? 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 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.

4. If the answer to question 1 is “no”, please advise the basis for that view.
5. Please confirm that the Entity is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.
6. Please confirm that the Entity’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 the Entity 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 **3:00 pm (WST) on Monday, 12 March 2018**. 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 sandra.wutete@asx.com.au and 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 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]

Sandra Wutete
Senior Adviser, ASX Listings Compliance (Perth)