

ASX Announcement

NOTICE UNDER SECTION 708A(5)(e) CORPORATIONS ACT 2001 (CTH)

31 August 2018

Envirosuite Limited (“the Company”) is pleased to advise the finalisation of the first tranche of the share placement announced 23 August 2018.

The first tranche of the Placement (“Placement”) comprises the issue of 34,640,080 new fully paid ordinary shares (“Placement Shares”) at an issue price of \$0.075 per share to raise approximately \$2.6 million before costs. The Placement Shares were issued on 31 August 2018.

As per the announcement released 23 August 2018 the second tranche of the placement comprising 98,693,254 ordinary shares to raise approximately \$7.4m before costs, remains subject to shareholder approval at the 2018 Annual General Meeting to be held on 28 September 2018, in accordance with the Notice of Meeting released 28 August 2018.

Separate to the Placement and the Placement shares, the Company also advises that Executive Director and Chief Executive Officer Mr Peter White, has exercised 5,000,000 options that convert to fully paid ordinary shares on payment of \$0.03 per share that were exercisable on or before 12 November 2018 (issued 23 April 2013). Details are included in the attached Appendix 3B.

In order to permit the on-sale of the Placement Shares and the Shares issued in relation to the exercise of the options (together “the New Shares”), without the need for a disclosure document to be prepared under Part 6D.2 of the Corporations Act 2001 (Cth) (“Corporations Act”), the Company makes the following statements for the purposes of compliance with section 708A(6) of the Corporations Act:

- a. The New Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act.
- b. This notice is being given under paragraph 5(e) of section 708A of the Corporations Act.
- c. As at the date of this notice, the Company has complied with the provisions of Chapter 2M (as they apply to the Company) and section 674 of the Corporations Act.
- d. As at the date of this notice, there is no excluded information of the type referred to in sections 708A(7) and 708A(8) of the Corporations Act.

An Appendix 3B in relation to the issue of the New Shares is attached.

The Company also notes a minor amendment to the Explanatory notes for Resolution 2 (Agenda item 4) in the Notice of the 2018 Annual General Meeting released 28 August 2018. In regard to items 4.1 and 4.7(a), the date that the shares were issued is “31 August 2018”. All other wording in the Notice of Meeting, including the resolutions and the proxy form, remain unchanged.

Yours faithfully,



Adam Gallagher
Director and Company Secretary

For further information contact:

Peter White
Chief Executive Officer
Envirosuite Limited

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About Envirosuite

Envirosuite Limited (ASX:EVS) is an environmental management technology company that has developed a leading Software-as-a-Service platform which translates data into action in real-time.

Using proprietary algorithms built on more than 30 years of environmental consulting experience, Envirosuite's platform provides a range of environmental monitoring, management and investigative capabilities.

Envirosuite's platform is used worldwide by a range of clients in the mining, oil refining, transportation and water management industries and by governments looking to regulate industry in accordance with community well-being.

To learn more, please visit: www.envirosuite.com

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Envirosuite Limited

ABN

42 122 919 948

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|---|
| 1 | +Class of +securities issued or to be issued | Fully paid ordinary shares ("Ordinary Shares") |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | <p>1. 34,640,080 Ordinary Shares pursuant to the first tranche of a placement to sophisticated and institutional investors (Placement) described in the ASX announcement lodged with ASX on 23 August 2018</p> <p>2. 5,000,000 Ordinary shares following conversion of unlisted options</p> <p>Collectively referred to as the "New Shares"</p> |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | <p>The terms of the New Shares are equivalent to existing Ordinary Shares.</p> |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the ⁺securities rank equally in all respects from the ⁺issue date with an existing ⁺class of quoted ⁺securities?</p> <p>If the additional ⁺securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>All New Shares will rank equally with existing Ordinary Shares from the date of allotment.</p>
<p>5 Issue price or consideration</p>	<p>1. \$0.075 per share 2. \$0.03 per share</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>1. The purpose of the issue is to provide funding for new staff appointments, sales, marketing, technology development and general working capital as detailed in the announcement released 23 August 2018.</p> <p>2. Exercise of unlisted options, exercisable at \$0.03, on or before 12/11/18</p>

⁺ See chapter 19 for defined terms.

6a	Is the entity an ⁺ eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h <i>in relation to the ⁺securities the subject of this Appendix 3B</i> , and comply with section 6i	No
6b	The date the security holder resolution under rule 7.1A was passed	n/a
6c	Number of ⁺ securities issued without security holder approval under rule 7.1	34,640,080
6d	Number of ⁺ securities issued with security holder approval under rule 7.1A	n/a
6e	Number of ⁺ securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	n/a
6f	Number of ⁺ securities issued under an exception in rule 7.2	n/a
6g	If ⁺ securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the ⁺ issue date and both values. Include the source of the VWAP calculation.	n/a
6h	If ⁺ securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	n/a
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	750,001

⁺ See chapter 19 for defined terms.

Appendix 3B

New issue announcement

7	<p>⁺Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	31 August 2018
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	Number	⁺ Class
8	270,573,955	Ordinary shares
9	2,000,000	Options to acquire ordinary shares exercisable at \$0.055 expiring 09/04/2020
	9,000,000	Options to acquire ordinary shares exercisable at: 1,000,000 at \$0.08, 1,000,000 at \$0.10, 1,500,000 at \$0.12, 1,500,000 at \$0.15, 2,000,000 at \$0.16, 2,000,000 at \$0.20 expiring 31/10/2018
	2,000,000	Options to acquire ordinary shares exercisable at: 2,000,000 at \$0.07, expiring 12/11/19
	1,000,000	Options to acquire ordinary shares exercisable at \$0.09 exp 01/04/20
	600,000	Options to acquire ordinary shares exercisable at \$0.09 exp 14/07/20
	1,250,000	Options to acquire ordinary shares exercisable at \$0.11 exp 03/02/21

+ See chapter 19 for defined terms.

9. <small>cont'd</small>	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the ⁺ securities in section 2 if applicable) <i>continued from previous page</i>	333,333	Options to acquire ordinary shares exercisable at \$0.16 exp 10/11/2020
		6,000,000	Options to acquire ordinary shares: 3,000,000 ex \$0.12 3,000,000 ex \$0.18 exp 9/12/2019
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	n/a	

Part 2 - Pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the ⁺ securities will be offered	
14	⁺ Class of ⁺ securities to which the offer relates	
15	⁺ Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	
19	Closing date for receipt of acceptances or renunciations	

⁺ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

20	Names of any underwriters	<input type="text"/>
21	Amount of any underwriting fee or commission	<input type="text"/>
22	Names of any brokers to the issue	<input type="text"/>
23	Fee or commission payable to the broker to the issue	<input type="text"/>
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	<input type="text"/>
25	If the issue is contingent on security holders' approval, the date of the meeting	<input type="text"/>
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	<input type="text"/>
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	<input type="text"/>
28	Date rights trading will begin (if applicable)	<input type="text"/>
29	Date rights trading will end (if applicable)	<input type="text"/>
30	How do security holders sell their entitlements <i>in full</i> through a broker?	<input type="text"/>
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	<input type="text"/>

+ See chapter 19 for defined terms.

- 32 How do security holders dispose of their entitlements (except by sale through a broker)?
- 33 ⁺Issue date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of ⁺securities
(tick one)

(a) ☒ ⁺Securities described in Part 1

(b) All other ⁺securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 ☐ If the ⁺securities are ⁺equity securities, the names of the 20 largest holders of the additional ⁺securities, and the number and percentage of additional ⁺securities held by those holders
- 36 ☐ If the ⁺securities are ⁺equity securities, a distribution schedule of the additional ⁺securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over
- 37 ☐ A copy of any trust deed for the additional ⁺securities

⁺ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38	Number of ⁺ securities for which ⁺ quotation is sought					
39	⁺ Class of ⁺ securities for which quotation is sought					
40	<p>Do the ⁺securities rank equally in all respects from the ⁺issue date with an existing ⁺class of quoted ⁺securities?</p> <p>If the additional ⁺securities do not rank equally, please state:</p> <ul style="list-style-type: none">• the date from which they do• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment					
41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another ⁺security, clearly identify that other ⁺security)</p>					
42	Number and ⁺ class of all ⁺ securities quoted on ASX (<i>including</i> the ⁺ securities in clause 38)	<table border="1"><thead><tr><th>Number</th><th>⁺Class</th></tr></thead><tbody><tr><td></td><td></td></tr></tbody></table>	Number	⁺ Class		
Number	⁺ Class					

⁺ See chapter 19 for defined terms.

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



Date: 31 August 2018

(Director and Company Secretary)

Print name:

Adam Gallagher

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid ⁺ ordinary securities on issue 12 months before the ⁺ issue date or date of agreement to issue	230,933,875
Add the following: <ul style="list-style-type: none"> • Number of fully paid ⁺ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid ⁺ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid ⁺ordinary securities that became fully paid in that 12 month period Note: <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	5,000,000
Subtract the number of fully paid ⁺ ordinary securities cancelled during that 12 month period	-
“A”	235,933,875

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	35,390,081
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
Insert number of ⁺ equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 Note: <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	34,640,080
“C”	34,640,080
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	35,390,081
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	34,640,080
Total [“A” x 0.15] – “C”	750,001 <i>Note: this is the remaining placement capacity under rule 7.1]</i>

⁺ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	-
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of ⁺ equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	-
“E”	

+ See chapter 19 for defined terms.

Step 4: Subtract “E” from [“A” x “D”] to calculate remaining placement capacity under rule 7.1A	
“A” x 0.10 <i>Note: number must be same as shown in Step 2</i>	
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	
Total [“A” x 0.10] – “E”	<i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.