Rules 1.1 Cond 3, 1.7

## **Appendix 1A**

# **ASX Listing Application and Agreement**

This form is required by listing rule 1.7 to be used by an entity seeking admission to the \*official list as an ASX Listing (for classification as an ASX Debt Listing use Appendix 1B and for classification as an ASX Foreign Exempt Listing use Appendix 1C).

All entity's seeking admission to the +official list as an ASX Listing must also provide to ASX the information and documents referred to in the Information Form and Checklist (ASX Listing) published on the ASX website.

The Appendix 1A and the Information Form and Checklist (ASX Listing) given to ASX become ASX's property and will be made public by way of release on ASX Markets Announcement Platform. Supporting documents may also be made public. This may occur prior to admission of the entity and \*quotation of its \*securities. If it does, publication does not mean that the entity will be admitted or that its \*securities will be quoted.

Introduced 01/07/96 Origin: Appendix 1 Amended 01/07/97, 01/07/98, 01/09/99, 13/03/00, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 20/07/07, 01/01/12, 01/05/13, 02/11/15, 19/12/16

Name of entity	ABN/ARBN/ARSN
Renergen Limited	93 998 352 675

We (the entity named above) apply for admission to the \*official list of ASX Limited (ASX) as an ASX Listing and for \*quotation of the following \*securities:

+Class

Number to be quoted

	•	
*Main class of *securities	6,250,000 (Based on Minimum Subscription) and 12,500,000 (with \$5 million of oversubscriptions)	CDIs
Additional *classes of *securities to be quoted (if any)		
[Do not include †CDIs]		

#### We agree:

1. Our admission to the \*official list and classification as an ASX Listing is in ASX's absolute discretion. ASX may admit us on any conditions it decides. \*Quotation of our \*securities is in ASX's absolute discretion. ASX may quote our \*securities on any conditions it decides. Our removal from the \*official list, the suspension or ending of \*quotation of our \*securities, or a change in the category of our admission is in ASX's absolute discretion. ASX is entitled immediately to suspend \*quotation of our \*securities or remove us from the \*official list if we break this agreement, but the absolute discretion of ASX is not limited.

- 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.
  - The \*securities to be quoted comply with listing rule 2.1 and there is no reason why
    the \*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 and section 1016E of the Corporations Act do 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 601MB(1), 737, 738, 992A, 992AA 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, including the information and documents referred to in the *Information Form and Checklist (ASX Listing)* published on the ASX website. If any information or document is not available now, we will give it to ASX before <sup>†</sup>quotation of the <sup>†</sup>securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (or will be) true and complete.
- 5. We will comply with the listing rules that are in force from time to time, even if 'quotation of our 'securities is deferred, suspended or subject to a 'trading halt.
- 6. The listing rules are to be interpreted:
  - in accordance with their spirit, intention and purpose;
  - by looking beyond form to substance; and
  - in a way that best promotes the principles on which the listing rules are based.
- 7. ASX has discretion to take no action in response to a breach of a listing rule. ASX may also waive a listing rule (except one that specifies that ASX will not waive it) either on our application or of its own accord on any conditions. ASX may at any time vary or revoke a decision on our application or of its own accord.
- 8. A document given to ASX by an entity, or on its behalf, becomes and remains the property of ASX to deal with as it wishes, including copying, storing in a retrieval system, transmitting to the public, and publishing any part of the document and permitting others to do so. The documents include a document given to ASX in support of the listing application or in compliance with the listing rules.
- 9. In any proceedings, a copy or extract of any document or information given to ASX is of equal validity in evidence as the original.
- 10. We acknowledge that this application also operates as an application to the <sup>+</sup>approved CS facility for approval for the entity to act as an issuer under the operating rules of the <sup>+</sup>approved CS facility and:
  - In the case of an entity established in a jurisdiction whose laws have the effect that the entity's \*securities cannot be registered or transferred under the operating rules of the \*approved CS facility, to have CDIs issued over the entity's \*securities and to have those \*CDIs approved for participation in the \*approved CS facility.

- In all other cases, for the approval of the entity's \*securities under those operating rules for participation in the \*approved CS facility.
- 11. Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's \*securities cannot be registered or transferred under the operating rules of the \*approved CS facility:
  - The †approved CS facility is irrevocably authorised to establish and administer a subregister in respect of the †securities for which †quotation is sought.
  - We will satisfy the \*technical and performance requirements of the \*approved CS facility and meet any other requirements the \*approved CS facility imposes in connection with the participation of our \*securities in the \*approved CS facility.
  - When \*securities are issued we will enter them in the \*approved CS facility's subregister holding of the applicant before they are quoted, if the applicant instructs us on the application form to do so.
- 12. In the case of an entity established in a jurisdiction whose laws have the effect that the entity's 
  +securities cannot be registered or transferred under the operating rules of the +approved CS 
  facility:
  - We appoint CHESS Depositary Nominees Pty Ltd (CDN) to act as the depositary nominee in respect of any +CDIs issued over the +securities for which +quotation is sought and acknowledge the indemnity given by us to CDN as the depositary nominee, and accept the power of attorney given to us by CDN as the depositary nominee, under the operating rules of the +approved CS facility.
  - The <sup>+</sup>approved CS facility is irrevocably authorised to establish and administer a subregister in respect of <sup>+</sup>CDIs over the <sup>+</sup>securities for which <sup>+</sup>quotation is sought.
  - We will satisfy the \*technical and performance requirements of the \*approved CS facility and meet any other requirements the \*approved CS facility imposes in connection with the participation of our \*CDIs in the \*approved CS facility.
  - When +CDIs are issued we will enter them in the +approved CS facility's subregister holding of the applicant before the +securities they are over are quoted, if the applicant instructs us on the application form to do so.
  - We will make sure that +CDIs are issued over +securities if the holder of quoted +securities asks for +CDIs.

Dated: 18 April 2019

1

Executed by Renergen Limited as a deed:

	Non
Director	Director/Company Secretary
STEFANO MARANI	NICHOLAS MICHAEL MITCHELL
Print name	Print name

You must complete, date and sign this agreement so that it takes effect as a deed. If the entity is an Australian company, the signatures of a director and a director/company secretary will be required. If the entity is an Australian trust, the signatures of a director and a director/company secretary of the responsible entity of the trust will be required. If the entity is established outside Australia, execution will have to comply with requirements for a deed in both the place of establishment of the entity and in Australia. If this agreement is signed under a power of attorney, please attach a copy of the power of attorney.

# Information Form and Checklist

## (ASX Listing)

Name of entity	-	ABN/ARBN/ARSN
Renergen Limited		93 998 352 675

We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Listing.

**Note:** the entity warrants in its Appendix 1A ASX Listing Application and Agreement that the information and documents referred to in this Information Form and Checklist are (or will be) true and complete and indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty.

Any Annexures to this Information Form and Checklist form part of the Information Form and Checklist and are covered by the warranty referred to above.

Terms used in this Information Form and Checklist and in any Annexures have the same meaning as in the ASX Listing Rules.

# Part 1 – Key Information

Instructions: please complete each applicable item below. If an item is not applicable, please mark it as "N/A".

#### All entities – corporate details1

Place of incorporation or establishment	Johannesburg, South Africa
Date of incorporation or establishment	30/09/2014
Legislation under which incorporated or established	The Companies Act No. 71 of 2008
Address of registered office in place of incorporation or establishment	1st floor, 1 Bompas road, Dunkeld West. Gauteng. 2196
Main business activity	Renergen is an emerging producer of helium and liquefied natural gas.
Country where main business activity is mostly carried on	South Africa
Other exchanges on which the entity is listed	Johannesburg's AltX securities exchange in June 2015.
Street address of principal administrative office	1st floor, 1 Bompas road, Dunkeld West. Gauteng. 2196
Postal address of principal administrative office	Postnet suite 610, Private bag x10030, Randburg, Gauteng, 2125
Telephone number of principal administrative office	+2710 045 6000
E-mail address for investor enquiries	investorrelations@renergen.co.za

If the entity applying for admission to the official list is a stapled structure, please provide these details for each entity comprising the stapled structure.

renergen.co.za and www.renergen.com.au

## All entities – management details<sup>2</sup>

Full name and title of CEO/managing director	Stefano Marani (Managing Director, Chief Executive Officer)
Email address of CEO/managing director	stefano@renergen.co.za
Full name and title of CFO	Fulu Ravele (Executive Director and Chief Financial Officer)
Email address of CFO	fulu@renergen.co.za
Full name and title of chairperson of directors	Brett Dixon Kimber (Chairman)
Full names of all existing directors	<ul> <li>Brett Kimber (independent, non-executive Director and Chairman);</li> <li>Stefano Marani (non-independent, Managing Director and Chief Executive Officer);</li> <li>Nick Mitchell (non-independent, executive Director and Chief Operating Officer);</li> <li>Fulu Ravele (non-independent, executive Director and Chief Financial Officer);</li> <li>Mbali Swana (independent, non-executive Director);</li> <li>Francois Olivier (non-independent, non-executive Director);</li> <li>Luigi Matteucci (independent, non-executive Director); and</li> <li>Dr Bane Maleke (independent, non-executive Director).</li> </ul>
Full names of any persons proposed to be appointed as additional or replacement directors	Dr David King (proposed independent, non-executive Director).
Full name and title of company secretary	Acorim Proprietary Limited, Company Secretary

## All entities – ASX compliance contact details<sup>3</sup>

Full name and title of ASX contact(s)	Mandy-Leigh Stuart
Business address of ASX contact(s)	1st floor, 1 Bompas road, Dunkeld West, Gauteng. 2196
Business phone number of ASX contact(s)	+2710 045 6007 (landline) or +2784 606 7200 (mobile)
Mobile phone number of ASX contact(s)	+2784 606 7200 (mobile)
Email address of ASX contact(s)	mandy@renergen.co.za

If the entity applying for admission to the official list is a trust, enter the management details for the responsible entity of the trust.

Under Listing Rule 1.1 Condition 13, a listed entity must appoint a person responsible for communication with ASX on listing rule matters. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

#### All entities - investor relations contact details

Full name and title of person responsible for investor relations	Stefano Marani (Managing Director, Chief Executive Officer)
Email address of person responsible for investor relations	stefano@renergen.co.za
Business phone number of person responsible for investor relations	+2710 045 6004

#### All entities – auditor details<sup>4</sup>

Full name of auditor	BDO (SA) Incorporated
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#### All entities - registry details<sup>5</sup>

Name of securities registry	Computershare Investor Services Pty Limited
Address of securities registry	Computershare Investor Services Pty Limited South Africa - Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196, South Africa Australia - Yarra Falls, 452 Johnston Street, Abbotsford VIC 3067, Australia
Phone number of securities registry	South Africa - 086 11 00 933 or +27 11 370 5000 Australia - +61 03 9415 5000
Fax number of securities registry	Australia - +61 03 9473 2500
Email address of securities registry	South Africa - newbusiness@computershare.co.za  Australia - none
Type of subregisters the entity will operate <sup>6</sup>	CHESS and issuer sponsored subregisters

#### All entities - key dates

Annual balance date	28 February
Month in which annual meeting is usually held (or intended to be held) <sup>7</sup>	September
Months in which dividends or distributions are usually paid (or are intended to be paid)	N/A

In certain cases, ASX may require the applicant to provide information about the qualifications and experience of its auditor for release to the market before quotation commences (see Guidance Note 1 section 2.10).

If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

<sup>&</sup>lt;sup>6</sup> Example: CHESS and issuer sponsored subregisters (see Guidance Note 1 section 3.20).

May not apply to some trusts.

#### Trusts - additional details

Name of responsible entity	N/A
Full names of the members of the compliance committee (if any)	N/A

## Entities incorporated or established outside Australia – additional details

Name and address of the entity's Australian agent for service of process	JSE Designated Advisor PSG Capital Proprietary Limited (Registration number 2006/015817/07) 1st floor, Ou Kollege Building 35 Kerk Street, Stellenbosch, 7600 (PO Box 7403, Stellenbosch, 7599)
Address of registered office in Australia (if any)	C/- Norton Rose Fulbright Australia Level 15, RACV Tower, 485 Bourke Street, Melbourne, Australia Tel + 61 3 8686 6062   Fax +61 3 8686 6505

## Entities listed or to be listed on another exchange or exchanges

Name of the other exchange(s) where the entity is or proposes to be listed	The entity was listed on Johannesburg's Alt <sup>x</sup> securities exchange in June 2015.
Is the ASX listing intended to be the entity's primary or secondary listing	Secondary listing

## Part 2 – Checklist Confirming Compliance with Admission Requirements

**Instructions:** please indicate in the "Location/Confirmation" column for each item below and in any Annexures where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the Offer Document where that information is located or, in the case of a document, the folder tab number where that document is located). If the item asks for confirmation of a matter, you may simply enter "Confirmed" in the "Location/Confirmation" column. If an item is not applicable, please mark it as "N/A".

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist and any Annexures (other than the 5 copies of the applicant's Offer Document referred to in item 4) are provided in a folder separated by numbered tabs and if the entity's constitution and copies of all material contracts are provided both in hard copy and in electronic format.

Note that completion of this Checklist and any Annexures is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX's absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

A reference in this Checklist and in any Annexures to the "Offer Document" means the listing prospectus, product disclosure statement or information memorandum lodged by the applicant with ASX pursuant to Listing Rule 1.1 Condition 3.

If the applicant lodges a supplementary or replacement prospectus, product disclosure statement or information memorandum with ASX, ASX may require it to update this Checklist and any Annexures by reference to that document.

#### All entities - key supporting documents

Nº Item

- 1. A copy of the entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name)
- 2. A copy of the entity's constitution (Listing Rule 1.1 Condition 2)8
- Either:
  - (a) confirmation that the entity's constitution includes the provisions of Appendix 15A or Appendix 15B (as applicable); or
  - (b) a completed checklist that the constitution complies with the Listing Rules (Listing Rule 1.1 Condition 2)<sup>9</sup>
- 4. An electronic version and 5 copies of the Offer Document, as lodged with ASIC (Listing Rule 1.1 Condition 3)
- 5. Where in the Offer Document is the prominent statement that ASX takes no responsibility for the contents of the Offer Document (Listing Rule 1.1 Condition 3)?
- Original executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.1 Condition 14)<sup>10</sup>
- 7. If the entity's corporate governance statement<sup>11</sup> is included in its Offer Document, the page reference where it is included. Otherwise, a copy of the entity's corporate governance statement (Listing Rule 1.1 Condition 16)
- 8. If the entity will be included in the S & P All Ordinaries Index on admission to the official list, 12 where in its Offer Document does it state that it will have an audit committee (Listing Rule 1.1 Condition 17)?

Location/Confirmation

Attached at Annexures A and B.

Attached at Annexure C.

Renergen has applied for a waiver of this requirement

Attached at Annexure D.

Important Information, Lodgement and Listing, page 2

Attached at Annexure F.

Attached at Annexure E

Section 8.10, page 208.

<sup>8</sup> It will assist ASX if the copy of the constitution is provided both in hard copy and in electronic format.

<sup>&</sup>lt;sup>9</sup> An electronic copy of the checklist is available from the ASX Compliance Downloads page on ASX's website.

An electronic copy of the ASX Online Agreement is available from the ASX Compliance Downloads page on ASX's website.

The entity's "corporate governance statement" is the statement disclosing the extent to which the entity will follow, as at the date of its admission to the official list, the recommendations set by the ASX Corporate Governance Council. If the entity does not intend to follow all the recommendations on its admission to the official list, the entity must separately identify each recommendation that will not be followed and state its reasons for not following the recommendation and what (if any) alternative governance practices it intends to adopt in lieu of the recommendation.

<sup>12</sup> If the entity is unsure whether they will be included in the S & P All Ordinaries Index on admission to the official list, they should contact ASX or S & P.

Nº Item Location/Confirmation

9. If the entity will be included in the S & P / ASX 300 Index on admission to the official list,<sup>13</sup> where in its Offer Document does it state that it will comply with the recommendations set by the ASX Corporate Governance Council in relation to composition and operation of the audit committee (Listing Rule 1.1 Condition 17)?



10. If the entity will be included in the S & P / ASX 300 Index on admission to the official list, 14 where in its Offer Document does it state that it will have a remuneration committee comprised solely of non-executive directors (Listing Rule 1.1 Condition 18)

N/A

11. If the entity's trading policy is included in its Offer Document, the page reference where it is included. Otherwise, a copy of the entity's trading policy (Listing Rule 1.1 Condition 19) Attached at Annexure G.

12. For each director or proposed director and the CEO or proposed CEO (together "relevant officers") of the entity, <sup>15</sup> a list of the countries in which they have resided over the past 10 years (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)<sup>16</sup>

- Brett Kimber South Africa and Hong Kong
- Stefano Marani South Africa and the UK
- Nick Mitchell South Africa
- Fulu Ravele South Africa
- Mbali Swana South Africa
- Francois Olivier South Africa
- Luigi Matteucci South Africa
- Dr Bane Maleke South Africa
- Dr David King Australia
- 13. For each relevant officer,<sup>17</sup> any other name which they have used or by which they have been known over the past 10 years (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)<sup>18</sup>
- N/A
- 14. For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a national criminal history check obtained from the Australian Federal Police, a State or Territory police service or a broker accredited by the Australian Criminal Intelligence Commission which is not more than 12 months old (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)
- Attached at Annexure H.
- 15. For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national criminal history check to that mentioned in item 14 above for each country in which the officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or, if such a check is not available in any such country, a statutory declaration from the officer confirming that fact and that he or she has not been convicted in that country of:

Attached at Annexure I.

(a) any criminal offence involving fraud, dishonesty, misrepresentation,

If the entity is unsure whether they will be included in the S & P / ASX 300 Index on admission to the official list, they should contact ASX or S & P.

<sup>&</sup>lt;sup>14</sup> See note 13 above.

<sup>15</sup> If the entity applying for admission to the official list is a trust, references in items 12, 14, 15, 16 and 17 to a relevant officer mean a relevant officer of the responsible entity of the trust.

The information referred to in items 12, 13, 14, 15, 16 and 17 is required so that ASX can be satisfied that the relevant officers are of good fame and character under Listing Rule 1 Condition 20.

<sup>&</sup>lt;sup>17</sup> See note 15 above.

<sup>&</sup>lt;sup>18</sup> See note 16 above.

- concealment of material facts or breach of their duties as an officer of an entity; or
- (b) any other criminal offence which at the time carried a maximum term of imprisonment of five years or more (regardless of the period, if any, for which he or she was sentenced),

or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)

- 16. For each relevant officer who is or has in the past 10 years been a resident of Australia, an original or certified true copy of a search of the Australian Financial Security Authority National Personal Insolvency Index which is not more than 12 months old (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)
- 17. For each relevant officer who is or has in the past 10 years been a resident of a country other than Australia, an original or certified true copy of an equivalent national bankruptcy check to that mentioned in item 16 above for each country in which the officer has resided over the past 10 years (in English or together with a certified English translation) which is not more than 12 months old or if such a check is not available in any such country, a statutory declaration from the officer confirming that fact and that he or she has not been declared a bankrupt or been an insolvent under administration in that country or, if that is not the case, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)

18. A statutory declaration from each relevant officer confirming that:

- (a) the officer has not been the subject of any criminal or civil penalty proceedings or other enforcement action by any government agency in which he or she was found to have engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;
- (b) the officer has not been refused membership of, or had their membership suspended or cancelled by, any professional body on the ground that he or she has engaged in behaviour involving fraud, dishonesty, misrepresentation, concealment of material facts or breach of duty;
- (c) the officer has not been the subject of any disciplinary action (including any censure, monetary penalty or banning order) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with his or her obligations as an officer of a listed entity;
- (d) no listed entity of which he or she was an officer (or, in the case of a listed trust, in respect of which he or she was an officer of the responsible entity) at the time of the relevant conduct has been the subject of any disciplinary action (including any censure, monetary penalty, suspension of trading or termination of listing) by a securities exchange or other authority responsible for regulating securities markets for failure to comply with its obligations under the Listing Rules applicable to that entity; and
- (e) the officer is not aware of any pending or threatened investigation or enquiry by a government agency, professional body, securities exchange or other authority responsible for regulating securities markets that could lead to proceedings or action of the type described in (a), (b), (c) or (d) above.

or, if the officer is not able to give such confirmation, a statement to that effect and a detailed explanation of the circumstances involved (Listing Rule 1.1 Condition 20 and Guidance Note 1 section 3.19)

19. A specimen certificate/holding statement for each class of securities to be

Location/Confirmation

Attached at Annexure J.

Attached at Annexure K.

Attached at Annexure L.

Attached at Annexure M.

N٥	Item	Location/Confirmation
	quoted or a specimen holding statement for CDIs (as applicable)	
20.	Please either:  (a) enter "Confirmed" in the column to the right to confirm that the entity has not previously applied for, and been refused or withdrawn its application for, admission to the official list of another securities exchange, or  (b) attach a statement explaining the circumstances and state the location of that statement	Confirmed.
21.	Please enter "Confirmed" in the column to the right to confirm that the entity has paid its initial listing fee <sup>19</sup>	Confirmed.
All	entities – group structure	
22.	Where in the Offer Document is there a diagram showing the group structure of the entity, identifying (where applicable) each material child entity and the nature and location of the business activities it undertakes?	Refer to the detailed discussion at Section 2, pages 29 to 37.
23.	If the entity has child entities, where in the Offer Document is there a list of all material child entities stating, in each case, its name, where it is incorporated or established, the nature of its business and the entity's percentage holding in it?	Section 14.1, page 267
24.	If the entity has investments in associated entities for which it will apply equity accounting, where in the Offer Document is there a list of all associated entities stating, in each case, its name, where it is incorporated or established, the nature of its business and the entity's percentage holding in it?	N/A
25.	If the entity has a material interest in a joint venture, where in the Offer Document is there a description of the joint venture agreement, including the parties to the agreement and their respective rights and obligations under the agreement?	N/A

#### All entities - capital structure

- 26. Where in the Offer Document is there a table showing the existing and proposed capital structure of the entity, broken down as follows:
  - (a) the number and class of each equity security and each debt security currently on issue; and
  - (b) the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and
  - (c) the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list; and
  - (d) the number and class of each equity security proposed to be issued

Key Offer Statistics, page 8 and Section 11.8, page 236.

See Guidance Notes 15 and 15A for the fees payable on the application. You can also use the ASX online equity listing fees calculator: http://www.asx.com.au/prices/cost-listing.htm. Payment should be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank Account Name: ASX Operations Pty Ltd

BSB: 082 057

A/C: 494728375 Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to ar@asx.com.au or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

N٥	Item	Location/Confirmation
	following admission in accordance with material contracts or agreements?  Note: This applies whether the securities are to be quoted on ASX or not. If the entity is	
	proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.	
27	If any of the securities referred to in the table mentioned in item 26 are not	
۷1.	ordinary securities, where in the Offer Document does it disclose the terms applicable to those securities?  Note: This applies whether the securities are to be quoted on ASX or not.  For equity securities (other than options to acquire unissued securities or convertible debt	Sections 13.2-13.8, pages 248 to 260.
	securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable).  For options to acquire unissued securities, this should state the number outstanding, exercise prices; exercise terms and expiry dates.  For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion	
	terms (if applicable).	
28.	If the entity has granted, or proposes to grant, any rights to any person, or to any class of persons (other than through the holding of securities referred to in the table mentioned in item 26), to participate in an issue of the entity's securities, where in the Offer Document are details of those rights set out?	N/A
29.	Details of all issues of securities (in all classes) in the last 2 years and the consideration received by the entity for such issues	Attached at Annexure N
30	A copy of every prospectus, product disclosure statement or information	N/A
50.	memorandum issued by the entity in connection with any issue of securities (in all classes) in the last 2 years	IVA
31.	Please either:	Attached at Annexure N
	(a) enter "Confirmed" in the column to the right to confirm that the entity has not undertaken a placement of securities in the last 2 years in which a related party or their associates, <sup>20</sup> a promoter or their associates, or an adviser involved in the offer or their associates, have participated, or	
	(b) attach a statement:	
	<ul> <li>(1) explaining the circumstances of the placement;</li> <li>(2) listing the names and addresses of the participants in the placement, the number of securities they received in the placement and the consideration they provided for those securities; and</li> </ul>	
	(3) identifying the participants in the placement who are a related party or associate of a related party, a promoter or associate of a promoter, or an adviser or an associate of an adviser, and state the location of that statement.	
	and state the location of that statement.	
32.	A copy of any court order in relation to a reorganisation of the entity's capital in the last 2 years	N/A
33.	Where in the Offer Document does it confirm that the entity's free float at the time of listing will be not less than 20% (Listing Rule 1.1 Condition 7)?	Section 1.8, page 24
34.	Where in the Offer Document does it confirm that the issue/sale price of all securities for which the entity seeks quotation is at least 20 cents in cash (Listing Rule 2.1 Condition 2)?	Section 1.8, page 23.
35.	If the entity has or proposes to have any options on issue, where in the Offer Document does it confirm that the exercise price for each underlying security is at least 20 cents in cash (Listing Rule 1.1 Condition 12)?	Section 1.8, pages 23-24
	· •	

Note that under the Listing Rules a person's related parties are deemed to be their associates unless the contrary is proven.

Ν°	Item	Location/Confirmation
36.	If the entity has any partly paid securities and it is not a no liability company, where in the Offer Document does it disclose the entity's call program, including the date and amount of each proposed call and whether it allows for any extension for payment of a call (Listing Rule 2.1 Condition 4)?	N/A
37.	If the entity has or proposes to have any debt securities or convertible debt securities on issue, a copy of any trust deed applicable to those securities	N/A
38.	Is the entity proposing to offer any securities by way of a bookbuild? If so, please enter "Confirmed" in the column to the right to indicate that the entity is aware of the disclosure requirements for bookbuilds in Annexure A to Guidance Note 1	N/A
All	entities – other information and documents	
39.	Where in the Offer Document is there a description of the history of the entity?	Section 1.1 – Who is Renergen? Sections 2.1 to 2.4
40.	Where in the Offer Document is there a description of the entity's existing and proposed activities?	Section 1.1 - Background of the Virginia Gas Project Sections 2.1, 2.2, 2.4, 2.5 to 2.13.
41.	Where in the Offer Document is there a description of how the applicant holds or derives its interest in its material assets and business operations and, if it does not do so directly or through a child entity, an explanation of why that structure has been employed, as well as any risks arising from the fact that its assets or business operations are held in that way rather than being directly owned by the entity itself or a child entity?	Section 2, pages 29 to 37.
42.	Where in the Offer Document is there a description of the material business risks the entity faces?	Section 1.4 Summary of key risks, pages 16 to 19.
43.	Where in the Offer Document is there a table setting out the proposed use of the proceeds of the offer?	Section 11.2, page 231.
44.	Where in the Offer Document is there a description of the entity's proposed dividend/distribution policy?	Section 13.2, page 248
45.	Does the entity have or propose to have a dividend or distribution reinvestment plan?	No
	If so, where are the existence and main terms of the plan disclosed in the Offer Document?	N/A
	A copy of the terms of the plan	N/A
46.	Does the entity have or propose to have an employee incentive scheme?	Confirmed
	If so, where are the existence and material terms of the scheme disclosed in the Offer Document?	Section 12.11, pages 244 to 246.
	Where in the Offer Document is there a statement as to whether directors <sup>21</sup> are entitled to participate in the scheme and, if they are, the extent to which they currently participate or are proposed to participate?	Section 12.11, page 245.
	A copy of the terms of the scheme	Attached at Annexure O

<sup>21</sup> If the entity applying for admission to the official list is a trust, references to a director mean a director of the responsible entity of the trust.

Nº Item Location/Confirmation 47. Has the entity entered into any material contracts (including any underwriting Confirmed agreement relating to the securities to be quoted on ASX)?22 Sections 12.6 and 12.7, pages 241 to If so, where are the existence and main terms of those material contracts disclosed in the Offer Document? 242. Copies of all of the material contracts referred to in the Offer Document Attached at Annexure P Section 12.8, page 243 48. If the following information is included in the Offer Document, the page reference where it is included. Otherwise, either a summary of the material terms of, or a copy of, any employment, service or consultancy agreement the entity or a child entity has entered into with: (a) its CEO or proposed CEO; (b) any of its directors or proposed directors; or (c) any other person or entity who is a related party of the persons referred to in (a) or (b) above (Listing Rule 3.16.4) Note: if the entity applying for admission to the official list is a trust, references to a chief executive officer, director or proposed director mean a chief executive officer, director or proposed director of the responsible entity of the trust. However, the entity need not provide a summary of the material terms of, or a copy of, any employment, service or consultancy agreement the responsible entity or a related entity has entered into with any of the persons referred to in (a), (b) or (c) above if the costs associated with the agreement are borne by the responsible entity or the related entity from out of its own funds rather than from out of the trust. 49. Please enter "Confirmed" in the column to the right to indicate that the Confirmed. material contracts summarised in the Offer Document include, in addition to those mentioned in item 48, any other material contract(s) the entity or a child entity has entered into with: (a) its CEO or proposed CEO; (b) any of its directors or proposed directors; or (c) any other person or entity who is a related party of the persons referred to in (a) or (b) above Section 13.11. 50. If an adviser to the offer has a material interest in the success of the offer over and above normal professional fees for services rendered in connection with the offer, where in the Offer Document is there a clear and concise statement explaining in one location all of the interests that adviser has in the success of the offer, including (without limitation): (a) the number and type of securities in the entity in which the adviser and its associates<sup>23</sup> currently have a relevant interest: (b) details of the consideration paid or provided by the adviser or its associates for the securities referred to in (a) above; (c) the fees or other consideration the adviser or an associate may receive for services provided in connection with the offer; (d) the fees or other consideration the adviser or an associate may receive under any ongoing mandate they may have with the entity post the offer; (e) if the consideration in (c) or (d) above includes any convertible securities (including options, performance shares or performance rights), details of the number and terms of those securities, the percentage of the entity's issued capital at listing they will convert into if they are converted, the value the entity believes the convertible securities are worth and the basis on which the entity has determined that value;

or provided for those securities (Guidance Note 1 section 4.2).

(f) if the adviser or any of its associates have participated in a placement of securities by the entity in the preceding 2 years, full details of the securities they received in the placement and the consideration they paid

<sup>22</sup> It will assist ASX if the material contracts are provided both in hard copy and in electronic format.

<sup>23</sup> See note 20 above.

N٥	Item	Location/Confirmation	
	Note: if there is an adviser who has a material interest in the success of the offer over and above normal professional fees for services rendered in connection with the offer, ASX expects this information to be clearly disclosed immediately after the "use of proceeds" section of the entity's listing prospectus or PDS.		
51.	Please enter "Confirmed" in the column to the right to indicate that all information that a reasonable person would expect to have a material effect on the price or value of the securities to be quoted is included in or provided with this Information Form and Checklist	Confirmed	
52.	A copy of the entity's most recent annual report	Attached at Annexure Q.	
En	tities that are trusts		
53.	Evidence that the entity is a registered managed investment scheme or has an exemption from ASIC from that requirement (Listing Rule 1.1 Condition 5(a))	N/A	
54.	If the entity is exempted from the requirement to be a registered managed investment scheme, evidence that its responsible entity is either an Australian company or registered as a foreign company carrying on business in Australia under the Corporations Act (Listing Rule 1.1 Condition 5(b))	N/A	
55.	Please enter "Confirmed" in the column to the right to indicate that the responsible entity is not under an obligation to allow a security holder to withdraw from the trust (Listing Rule 1.1 Condition 5(c))	N/A	
En	Entities applying under the profit test (Listing Rule 1.2)		
56.	Evidence that the entity is a going concern or the successor of a going concern (Listing Rule 1.2.1)	N/A	
57.	Evidence that the entity has been in the same main business activity for the last 3 full financial years (Listing Rule 1.2.2)	N/A	
58.	Audited accounts for the last 3 full financial years, including the audit reports (Listing Rule 1.2.3(a))	N/A	
59.	If the entity's last financial year ended more than 6 months and 75 days before the date of this application, audited or reviewed accounts for the last half year (or longer period if available), including the audit report or review (Listing Rule 1.2.3(b))	N/A	
60.	A reviewed pro forma statement of financial position, including the review (Listing Rule 1.2.3(c)) $^{24}$	N/A	
61.	Evidence that the entity's aggregated profit from continuing operations for the last 3 full financial years has been at least \$1 million (Listing Rule 1.2.4)	N/A	
62.	Evidence that the entity's profit from continuing operations in the past 12 months to a date no more than 2 months before the date of this application has exceeded \$500,000 (Listing Rule 1.2.5)	N/A	
63.	A statement from all directors <sup>25</sup> confirming that they have made enquiries and nothing has come to their attention to suggest that the entity is not	N/A	

Note: the review must be conducted by a registered company auditor (or if the entity is a foreign entity, an overseas equivalent of a registered company auditor) or independent accountant.

Nº Item		Location/Confirmation	
continuing to earn application (Listin	profit from continuing operations up to the date of the g Rule 1.2.6)		
Entities applying under the assets test (Listing Rule 1.3)			
raising) or a n (b) if it is an investangible asset (c) if it is a pooled	entity has: ssets of at least \$4 million (after deducting the costs of fund narket capitalisation of at least \$15 million; or stment entity other than pooled development fund, net as of at least \$15 million; or d development fund, net tangible assets of at least ting Rule 1.3.1 and 1.3.4)	Refer to the Offer Document, Key Offer Statistics, page 8	
not cash or in (b) there are com	the entity's total tangible assets (after raising any funds) is a form readily convertible to cash; <sup>26</sup> or mitments to spend at least half of the entity's cash and m readily convertible to cash (Listing Rule 1.3.2)	Refer to the Offer Document, Section 1.5, page 20	
objectives and the stated objectives? If so, where is it? If not, attach a sta	ent in the Offer Document setting out the entity's stated at the entity has enough working capital to carry out its stement by an independent expert confirming that the entity ng capital to carry out its stated objectives (Listing	Section 1.8, page 23 – 25, Section 11.2, page 231.	
that it would be at	entity's working capital is at least \$1.5 million or, if it is not, least \$1.5 million if the entity's budgeted revenue for the ear that ends after listing was included in the working le 1.3.3(b)) <sup>27</sup>	Refer to the Offer Document, Section 9.6, Table 9, page 218.	
68. Audited accounts (Listing Rule 1.3.5)	for the last 2 full financial years, including the audit reports $\bar{b}(a)$	Attached at Annexure R.	
before the date of	financial year ended more than 6 months and 75 days this application, audited or reviewed accounts for the last er period if available), including the audit report or review 5(b))	N/A	
or is proposing in another entity or ta audited accounts	the 12 months before the date of this application acquired, connection with its application for admission to acquire, business that is significant in the context of the entity, for the last 2 full financial years for that other entity or g the audit reports (Listing Rule 1.3.5(c) first bullet point)	N/A.	
or is proposing in another entity or t the last full financ 6 months and 75	the 12 months before the date of this application acquired, connection with its application for admission to acquire, pusiness that is significant in the context of the entity and ial year for that other entity or business ended more than days before the date of this application, audited or s for the last half year (or longer period if available) from	N/A.	

<sup>25</sup> If the entity applying for admission to the official list is a trust, the statement should come from all directors of the responsible entity of the trust.

In deciding if an entity's total tangible assets are in a form readily convertible to cash, ASX would normally not treat inventories or receivables as readily convertible to cash.

The amount must be available after allowing for the first full financial year's budgeted administration costs and the cost of acquiring any assets referred to in the entity's Offer Document, to the extent those costs are to be met out of working capital. The cost of acquiring assets includes the cost of acquiring and exercising an option over them.

N٥	Item	Location/Confirmation
	the end of the last full financial year for that other entity or business, including the audit report or review (Listing Rule 1.3.5(c) second bullet point)	
72.	A reviewed pro forma statement of financial position, including the review (Listing Rule $1.3.5(d)$ ) <sup>28</sup>	Refer to the Offer Document, Sections 9.8 and 9.9, pages 220 and 221.
En	tities with restricted securities	
73.	A statement setting out a list of any person (either on their own or together with associates) who has held a relevant interest in at least 10% of the entity's voting securities at any time in the 12 months before the date of this application	N/A
74.	A completed ASX Restricted Securities Table <sup>29</sup>	N/A
75.	Copies of all restriction agreements (Appendix 9A) entered into in relation to restricted securities <sup>30</sup>	N/A
76.	Copies of all undertakings issued by any bank, recognised trustee or the provider of registry services to the entity in relation to such restriction agreements	N/A
	tities (other than mining exploration entities and oil and gas explor sets <sup>31</sup>	ation entities) with classified
77.	Within the 2 years preceding the date of the entity's application for admission to the official list, has the entity acquired, or entered into an agreement to acquire, a classified asset?	N/A
	If so, where in the Offer Document does it disclose:	N/A
	• the date of the acquisition or agreement;	
	• full details of the classified asset, including any title particulars;	
	the name of the vendor;	
	<ul> <li>if the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, the name of the beneficial owner(s);</li> </ul>	
	<ul> <li>details of the relationship between the vendor (or, if the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, between the beneficial owner(s)) and the entity or any related party or promoter of the entity; and</li> </ul>	
	details of the purchase price paid or payable and all other consideration (whether legally enforceable or not) passing directly or indirectly to the	

vendor.

Note: the review must be conducted by a registered company auditor (or if the entity is a foreign entity, an overseas equivalent of a registered company auditor) or independent accountant.

<sup>&</sup>lt;sup>29</sup> An electronic copy of the ASX Restricted Securities Table is available from the ASX Compliance Downloads page on ASX's website.

Note: ASX will advise which restricted securities are required to be escrowed under Listing Rule 9.1.3 as part of the admission and quotation decision. If properly completed restriction agreements and related undertakings have not been provided for all such securities advised by ASX, that will need to be rectified prior to admission occurring and quotation commencing.

A "classified asset" is defined in Listing Rule 19.12 as:

<sup>(</sup>a) an interest in a mining exploration area or oil and gas exploration area or similar tenement or interest;

<sup>(</sup>b) an interest in intangible property that is substantially speculative or unproven, or has not been profitably exploited for at least three years, and which entitles the entity to develop, manufacture, market or distribute the property;

<sup>(</sup>c) an interest in an asset which, in ASX's opinion, cannot readily be valued; or

<sup>(</sup>d) an interest in an entity the substantial proportion of whose assets (held directly, or through a controlled entity) is property of the type referred to in paragraphs (a), (b) and (c) above.

Is the vendor (or, if the vendor was not the beneficial owner of the classified asset at the date of the acquisition or agreement, are any of the beneficial owner(s)) a related party or promoter of the entity?  If so, please enter "Confirmed" in the column to the right to indicate that the consideration paid by the entity for the classified asset was solely restricted securities, save to the extent it involved the reimbursement of expenditure incurred by the vendor in developing the classified asset or the entity was not required to apply the restrictions in Appendix 9B under Listing Rule 9.1.3 (Listing Rule 1.1 Condition 11)	N/A
If cash is being paid or proposed to be paid in connection with the acquisition of a classified asset from a related party or promoter, please provide supporting documentation to demonstrate that it was for the reimbursement of expenditure incurred by the vendor in developing the classified asset	N/A.
Please provide a copy of the agreement(s) relating to the acquisition and any expert's report or valuation obtained by the entity in relation to the acquisition	N/A
Mining entities	
78. A completed Appendix 1A Information Form and Checklist Annexure 1 (Mining Entities) <sup>33</sup>	N/A
Oil and gas entities	
<ol> <li>A completed Appendix 1A Information Form and Checklist Annexure 2 (Oil and Gas Entities)<sup>34</sup></li> </ol>	Attached at Annexure S
Entities incorporated or established outside of Australia	
80. A completed Appendix 1A Information Form and Checklist Annexure 3 (Foreign Entities) <sup>35</sup>	Attached at Annexure T
Externally managed entities	
81. A completed Appendix 1A Information Form and Checklist Annexure 4 (Externally Managed Entities) <sup>36</sup>	N/A
Stapled entities	
82. A completed Appendix 1A Information Form and Checklist Annexure 5 (Stapled Entities) <sup>37</sup>	N/A

Location/Confirmation

#### Further documents to be provided before admission to the official list

Please note that in addition to the information and documents mentioned above, all entities will be required to provide the following before their admission to the official list and the quotation of their securities commences:

 A statement setting out the names of the 20 largest holders in each class of securities to be quoted, and the number and percentage of each class of securities held by those holders;

Nº Item

<sup>32</sup> ASX may require evidence to support expenditure claims.

<sup>&</sup>lt;sup>33</sup> An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

<sup>34</sup> An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

<sup>37</sup> An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

- A distribution schedule of each class of equity securities to be quoted, 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
- The number of holders of a parcel of securities (excluding restricted securities or securities subject to voluntary escrow) with a value of more than \$2,000, based on the issue/sale price;
- Any outstanding restriction agreements (Appendix 9A) and related undertakings;<sup>38</sup> and
- Any other information that ASX may require under Listing Rule 1.17.39

See note 30 above

Among other things, this may include evidence to verify that an entity has met Listing Rule 1 Condition 8 and achieved minimum spread without using artificial means (see Guidance Note 1 section 3.8).

# Information Form and Checklist Annexure 2 (Oil & Gas Entities)

Name of entity	ABN/ARBN/ARSN
Renergen Limited	93 998 352 675

This Annexure forms part of the Information Form and Checklist supplied by the entity named above to support its application for admission to the official list of ASX Limited (ASX) as an ASX Listing.

A reference in this Annexure to SPE-PRMS means the Petroleum Resources Management System sponsored by the Society of Petroleum Engineers, the American Association of Petroleum Geologists, the World Petroleum Council and the Society of Petroleum Evaluation Engineers. Terms used in this Annexure which are defined in SPE-PRMS (including, without limitation, 'petroleum reserves',' contingent resources' or 'prospective resources') have the same meaning as in SPE-PRMS.

Nº Item Location/Confirmation

#### **General requirements**

Complete this section if the Offer Document includes any reference to an estimate of petroleum reserves, contingent resources or prospective resources

1. Where in the Offer Document does it state the date at which the estimate is made (Listing Rule 5.25.1)?<sup>1</sup>

Refer to page 2 of the Independent Gas Reserves Report (**MHA Report**), which commences at page 99, in Section 5 of the Offer Document.

- 2. Where in the Offer Document does it state that the estimate of petroleum reserves, contingent resources and/or prospective resources has been classified in accordance with SPE-PRMS (Listing Rule 5.25.2)?<sup>2</sup>
- Refer to page 3 of the MHA Report.

- 3. Where in the Offer Document does it state:
  - that the estimate is based on, and fairly represents, information and supporting documentation prepared by, or under the supervision of, a named qualified petroleum reserves and resources evaluator or evaluators (Listing Rule 5.42(a));<sup>3</sup>
  - whether the qualified petroleum reserves and resources evaluator is an employee of the oil and gas entity or a related party and, if not, the name of the qualified petroleum reserves and resources evaluator's employer (Listing Rule 5.42(b));
  - the name of the professional organisation of which the qualified petroleum reserves and resources evaluator is a member (Listing Rule 5.42(c)); and

Refer to page 38 of the MHA Report and page 4 of the Offer Document.

If an entity is proposing to disclose petroleum resources not reported in accordance with SPE-PRMS (for example, under the US SEC reporting regime for such resources), it should consult with ASX. It will need a waiver from Listing Rule 5.25.2. If granted, that waiver will likely be conditional on the disclosure of specific information otherwise required under Chapter 5 of the Listing Rules.

- <sup>3</sup> A person is a qualified petroleum reserves and resources and resources evaluator if he or she:
- has obtained a bachelors or advanced degree in petroleum engineering, geology, geophysics or other discipline of engineering or physical science;
- has a minimum of five years practical experience in petroleum engineering, petroleum production geology or petroleum geology, with at least three years of such experience being in the evaluation and estimation of petroleum reserves, contingent resources and prospective resources; and
- is a member of good standing of a professional organisation of engineers, geologists or other geoscientists whose professional
  practice includes petroleum reserves, contingent resources and prospective resources evaluations and/or audits. The professional
  organisation must have disciplinary powers, including the power to suspend or expel a member.

This date may be referenced as the "evaluation date".

 $<sup>^2</sup>$  The specific classes of petroleum resources provided for by SPE-PRMS are production, reserves, contingent resources, prospective resources and unrecoverable petroleum.

- that the qualified petroleum reserves and resources evaluator has given his or her prior written consent as to the form and context in which the estimated petroleum reserves, contingent resources and/or prospective resources and the supporting information are presented in the Offer Document (Listing Rule 5.42)?
- Location/Confirmation
- 4. Does the Offer Document refer to *total* petroleum initially-in-place, total resource base, estimated ultimate recovery, remaining recoverable resources or hydrocarbon endowment?

resources or hydrocarbon endowment?

If so, please indicate each place in the Offer Document where that reference occurs, noting that proximate to that reference the following information must

an estimate of petroleum reserves;

also be disclosed:

- an estimate of contingent resources;
- an estimate of prospective resources; and
- whether and how each of the resource classes in the summation were adjusted for risk (Listing Rule 5.25.3).<sup>4</sup>
- 5. Does the Offer Document refer to *discovered* petroleum initially-in-place?

  If so, please indicate each place in the Offer Document where that reference occurs, noting that proximate to that reference the following information must also be disclosed:
  - an estimate of petroleum reserves;
  - · an estimate of contingent resources; and
  - whether and how each of the resource classes in the summation were adjusted for risk (Listing Rule 5.25.4).<sup>5</sup>
- 6. Please enter "Confirmed" in the column to the right to indicate that the estimate is:
  - reported according to the entity's economic interest in the petroleum reserves, contingent resources and prospective resources including its entitlements under production-sharing contracts and risked-service contracts:
  - reported net of:
    - royalties that the entity is required by agreement (including overriding royalties provided for in farm-out agreements) to give in-kind to the royalty owner; or
    - those volumes that the entity is allowed to lift and sell on behalf of the royalty owner; and
  - not reported in relation to pure service contracts (Listing Rule 5.25.5)?
- 7. Where in the Offer Document does it disclose whether the deterministic or probabilistic method was used to prepare the estimates of petroleum reserves, contingent resources and/or prospective resources (Listing Rule 5.25.6)?
- 8. Does the Offer Document include estimates of petroleum reserves, contingent resources and/or prospective resources in units of equivalency between oil and gas?

Confirmed.

Refer to the MHA Report at:

- Table 2 and Table 3 on page 5:
- Table 5 and Table 6 on page 25: and
- pages 19, 44, 45, 47 and 54.

#### Confirmed.

Refer to Table 5 on pages 24 to 25 of the MHA Report.

Confirmed.

Refer to "Net cash flow evaluation" at Section 3.1.1, page 62 and pages 69-71 of the MHA Report.

Renergen's economic interest in Tetra4 is noted in the Chairman's Letter at page 9 of the Offer Document.

Refer to Section 2.2.1 at pages 55-56 of the MHA Report.

Refer to Section 3.2.9 at pages 68-69 of the MHA Report which refers to the Equivalent

<sup>&</sup>lt;sup>4</sup> It is acceptable for the purposes of Listing Rule 5.25.3 if the first reference to total petroleum initially-in-place, total resource base, estimated ultimate recovery, remaining recoverable resources or hydrocarbon endowment includes this information and any subsequent reference cross-refers back to the earlier information.

<sup>&</sup>lt;sup>5</sup> It is acceptable for the purposes of Listing Rule 5.25.4 if the first reference to discovered petroleum initially-in-place includes this information and any subsequent reference cross-refers back to the earlier information.

If so, where in the Offer Document does it disclose the conversion factor used to convert:

- gas to oil, where the estimates are reported in BOEs (barrels of oil equivalents); or
- oil to gas, where the estimates are reported in McfGEs (thousands of cubic feet of gas equivalent) (Listing Rule 5.25.7)?
- 9. If a petroleum reserves replacement ratio is reported, where in the Offer Document is there an explanation of how the petroleum reserves replacement ratio was calculated (Listing Rule 5.26)?

10. Does the Offer Document include estimates of contingent resources?

If so, where in the Offer Document does it state that contingent resources have been categorised and reported in the most specific category that reflects the degree of uncertainty in the estimated quantities of potentially recoverable petroleum, that is, 1C, 2C or 3C (Listing Rule 5.27.1)?

If an estimate of 3C is reported, where in the Offer Document are the estimates of 2C and 1C also reported (Listing Rule 5.27.1)?

Please enter "Confirmed" in the column to the right to indicate that the Offer Document does not include a mean estimate of contingent resources (Listing Rule 5.27.2).

If reported contingent resources represent aggregated estimates of contingent resources, where in the Offer Document is the method of aggregation disclosed, noting that this must be either:

- arithmetic summation by category (that is, 1C, 2C or 3C); or
- statistical aggregation of uncertainty distributions up to the field, property or project level (Listing Rule 5.27.3).

If any contingent resources have been reported beyond the field, property or project level, where in the Offer Document does it state that estimates of contingent resources have been aggregated by arithmetic summation by category beyond that level of reporting (Listing Rule 5.27.4).

If any contingent resources have been reported beyond the field, property or project level, please also indicate where in the Offer Document the required cautionary note has been included stating that the aggregate 1C may be a very conservative estimate and the aggregate 3C may be a very optimistic estimate due to the portfolio effects of arithmetic summation (Listing Rule 5.27.4).

11. Does the Offer Document include estimates of prospective resources?

If so, where in the Offer Document does it state that prospective resources have been categorised and reported in the most specific category that reflects the degree of uncertainty in the estimated quantities of potentially recoverable petroleum, that is, low estimate, best estimate or high estimate (Listing Rule 5.28.1)?

If a high estimate of prospective resources is reported, where in the Offer Document are the best estimate and low estimate of prospective resources also reported (Listing Rule 5.28.1)?

#### Location/Confirmation

Hydrocarbon Conversions applicable to gas, but does not refer to the equivalent conversions applicable to oil.

N/A

Refer to Table 2 at page 5 of the MHA Report.

Refer to Table 2 at page 5 of the MHA Report.

Confirmed.

Refer to Table 6 at page 25 of the MHA Report.

Refer to Section 1.1.0.7 at page 45 of the MHA Report.

Refer to Section 2.2.0.2 at pages 54-55 of the MHA Report.

Refer to "Key features of Renergen's business model" in Section 1.2 at page 14 of the Offer Document, and Table 3: Summary of Gross Methane Prospective Resources Virginia Gas Field, at page 5 of the MHA Report.

Refer to Table 3: Summary of Gross Methane Prospective Resources Virginia Gas Field, at page 5 of the MHA

Please also indicate where in the Offer Document the required cautionary statement has been included stating that:6

"The estimated quantities of petroleum that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable hydrocarbons." (Listing Rule 5.28.2)?

12. Does the Offer Document refer to a geophysical survey?

If so, where in the Offer Document does it include the name, nature and status of the survey, and the permit under which the survey is being conducted (Listing Rule 5.29)?

13. Does the Offer Document include any material exploration and drilling results in relation to petroleum resources?

If so, where in the Offer Document does it state:

- the name and type of well;
- the location of the well and the details of the permit or lease in which the well is located;
- the entity's working interest in the well;
- if the gross pay thickness is reported for an interval of conventional resources, the net pay thickness;
- the geological rock type of the formation drilled;
- the depth of the zones tested:
- the types of test(s) undertaken and the duration of the test(s);
- the hydrocarbon phases recovered in the test(s);
- any other recovery (such as, formation water and water) associated with the test(s) and their respective proportions:
- the choke size used, the flow rates and, if measured, the volumes of the hydrocarbon phases measured;
- if applicable, the number of fracture stimulation stages and the size and nature of fracture stimulation applied;
- any material volumes of non-hydrocarbon gases (such as, carbon dioxide, nitrogen, hydrogen sulphide and sulphur); and
- any other information that is material to understanding the reported results (Listing Rule 5.30)?

Location/Confirmation

Report.

Refer to the paragraph below Table 3: Summary of Gross Methane Prospective Resources Virginia Gas Field, at page 5 of the MHA Report.

N/A

Refer to section entitled, "EXISTING WELLS AND PRODUCTION HISTORY", at page 16, and Appendix 3: Well Database at page 72 of the MHA Report.

#### Petroleum reserves for material oil and gas projects<sup>7</sup>

Complete this section if the Offer Document includes any reference to an estimate of petroleum reserves for a material oil and gas project

14. Where in the Offer Document does it state all material, economic assumptions used to calculate the estimates of petroleum reserves (Listing Rule 5.31.1 and Guidance Note 32 section 7.1)?8

Refer to Section 2.1.3.7 Economic Status, at page 53-54 of the MHA Report.

15. Where in the Offer Document does it state whether the entity has operator or Refer to Section 7.3 "General Risks

Note that the statement must be proximate to, and with equal prominence as, the reported prospective resources.

An oil and gas project is "material" if the entity or child entity has an economic interest in the project (whether alone or jointly with others); and the interest is, or is likely to be, material in the context of the overall business operations or financial results of the entity and its child entities (on a consolidated basis): see Listing Rule 19.12.

If those economic assumptions are commercially sensitive to the entity, an explanation of the methodology used to determine the assumptions rather than the actual figure can be reported.

non-operator interests in the material oil and gas project and, if the entity has non-operator interests, the name of the operator (Listing Rule 5.31.2)?

#### Location/Confirmation

Related to the Offer – Technological Developments" at page 200 of the Offer Document.

16. Where in the Offer Document does it state the types of permits or licences held by the entity in respect of the reported estimates of petroleum reserves (Listing Rule 5.31.3)?

Refer to Figure 2: Permit Map, at page 11 of the MHA Report, and Section 12.5 Production Right Agreement, at page 240 of the Offer Document.

Refer to Section 1.1.0.6 at page 44 and Section 2.4 Unconventional Resources

at page 60 of the MHA Report.

- 17. Where in the Offer Document does it include a description of:
  - the basis for confirming commercial producibility and booking petroleum reserves;
  - the analytical procedures used to estimate the petroleum reserves;
  - the proposed extraction method; and
  - if applicable, any specialised processing required following extraction (Listing Rule 5.31.4)?<sup>9</sup>
    - Refer to Table 1 and Table 3 at pages 4 and 5, respectively, of the MHA Report.
- 18. Where in the Offer Document does it state the estimated quantities (in aggregate) to be recovered:
  - from existing wells and facilities (developed petroleum reserves); and
  - through future investments (undeveloped petroleum reserves) (Listing Rule 5.31.5)?

19. Does the Offer Document include estimates of petroleum reserves relating to undeveloped petroleum reserves for a material oil and gas project? If so, where in the Offer Document does it include a statement regarding:

- the status of the material oil and gas project:
- when development is anticipated;
- the marketing arrangements that justify development;
- access to transportation infrastructure; and
- environmental approvals required (Listing Rule 5.31.6)?

Refer to Table 1: Summary of Methane and Helium Net Gas Reserves and Net Present Values at Selected Discount Rates at page 4 of the MHA Report.

Refer to the following sections of the Offer Document:

- Chairman's Letter at page 9;
- Section 1, Investment Overview, at page 11; and
- Section 2.2 at page 29.

20. Does the Offer Document include estimates of petroleum reserves relating to unconventional petroleum resources<sup>10</sup> for a material oil and gas project? If so, where in the Offer Document does it state the land area and the number of wells for which the estimates of petroleum reserves are provided (Listing Rule 5.31.7)? Refer to Section 2.4 Unconventional Resources at page 60 of the MHA Report.

- 21. If 1P is zero for the reported estimates of petroleum reserves, where in the Offer Document does it include a brief explanation of:
  - why 1P is zero; and
  - why, in the absence of 1P, 3P and 2P have been determined and reported (Listing Rule 5.31.8)?

Refer to Section 2.2.2 Category Definitions and Guidelines at page 56 of the MHA Report.

The type of information ASX would generally expect an entity to disclose for this item is a summary description of the types of tests performed, such as production and/or formation testing, and other analysis undertaken to determine commercial producibility of the accumulation. In the absence of production and/or formation testing, this could be on the basis of well logs and/or core analysis that indicates that the zone is hydrocarbon-bearing and where it is analogous to other reservoirs in the immediate area that have demonstrated commercial producibility by actual production and/or formation testing.

Refer to the definition of unconventional resources in Appendix A: Glossary of Terms Used in Resources Evaluations in SPE-PRMS.

Nº Item Location/Confirmation

#### Contingent resources for material oil and gas projects

Complete this section if the Offer Document includes any reference to an estimate of contingent resources for a material oil and gas project

22. Where in the Offer Document does it state the types of permits or licences held by the entity in respect of the reported estimates of contingent resources (Listing Rule 5.33.1)?

Refer to Figure 2: Permit Map at page 11 of the MHA Report and Section 12.5. Production Right Agreement at page 240 of the Offer Document.

Refer to paragraph 1.3 and the Schedule Of Tenements: Tetra4 (Pty) Ltd of the Legal Report on Title at page 181 of the Offer Document (**Legal Report**).

23. Where in the Offer Document does it state the basis for confirming the existence of a significant quantity of potentially moveable hydrocarbons and the determination of a discovery (Listing Rule 5.33.2)?

Refer to the paragraphs below Table 3 and Table 7 at pages 5 and 26 of the MHA Report.

- 24. Where in the Offer Document does it include a description of:
  - the analytical procedures used to estimate the contingent resources;
  - the key contingencies that prevent the contingent resources from being classified as petroleum reserves; and
  - any further appraisal drilling and evaluation work to be undertaken to assess the potential for commercial recovery, and to progress the material oil and gas project (Listing Rule 5.33.3)?
- Refer to the paragraph below the "Conclusions" section at page 36 of the MHA Report.

25. Does the Offer Document include estimates of contingent resources for a material oil and gas project which are contingent on technology under development?

If so, where in the Offer Document does it include an explanation of whether:

- the technology is under active development;
- a pilot for that technology is planned and budgeted; and
- the technology has been demonstrated to be commercially viable in analogous reservoirs and, if not, whether it has been demonstrated to be commercially viable in other reservoirs (Listing Rule 5.33.4)?

26. Does the Offer Document include estimates of contingent resources for a material oil and gas project which are related to unconventional petroleum? If so, where in the Offer Document does it include the land area and the number of wells for which the estimates of petroleum resources are provided (Listing Rule 5.33.5)?

N/A.

Confirmed.
Refer to Table 13 at page 37 of the MHA Report.

#### Prospective resources for material oil and gas projects

Complete this section if the Offer Document includes any reference to an estimate of prospective resources for a material oil and gas project

27. Where in the Offer Document does it state the types of permits or licences held by the entity in respect of the reported estimates of prospective resources (Listing Rule 5.35.1)?

Refer to Figure 2: Permit Map, at page 11 of the MHA Report, and Section 12.5. Production Right Agreement, at page 240 of the Offer Document.

- 28. Where in the Offer Document does it include a brief description of:
  - the basis on which the prospective resources are estimated; and
  - any further exploration activities, including studies, further data acquisition and evaluation work, and exploration drilling to be undertaken and the expected timing of those exploration activities (Listing

Refer to Table 2: Summary of Net Methane and Helium Contingent Resources Virginia Gas Field – Specified Prices and Costs at page 5 of the MHA Report.

Rule 5.35.2)?

Location/Confirmation

29. Where in the Offer Document does it state the entity's assessment of the chance of discovery and the chance of development associated with the reported estimates of prospective resources (Listing Rule 5.35.3)?

Refer to Section 1 - What is Renergen's business focus?, at page 11 of the Offer Document.

30. If risked estimates of prospective resources are reported, where in the Offer Document does it include an explanation of how the estimates were adjusted for risk (Listing Rule 5.35.4)?

Refer to Section 1.4 Summary of key risks, at page 16 of the Offer Document.

Refer to Figure 1: Location Map and

Figure 2: Permit Map, and Figure 3:

respectively, of the MHA Report.

Regional Geologic Map of the surface geology, at pages 11 and 13,

#### Oil and gas exploration entities

Complete this section if the entity is an oil and gas exploration entity?

- 31. Where in the Offer Document is there a map or maps of the entity's petroleum tenements prepared by a qualified petroleum reserves and resources evaluator or other competent person, which:
  - indicate the geology and other pertinent features of the tenements, including their extent and location in relation to a capital city or major town, and relative to any nearby properties which have a significant bearing on the potential of the tenements;
  - are dated; and
  - identify the qualified petroleum reserves and resources evaluator or other competent person who prepared the map(s)?
- Refer to the Schedule of Tenements contained in the Legal Report at pages 185-189 of the Offer Document.
- 32. Where in the Offer Document is there a schedule of the entity's petroleum tenements which states in relation to each petroleum tenement:
  - the geographical area where the petroleum tenement is situated;
  - the nature of the title to the petroleum tenement;
  - whether the title has been formally confirmed or approved and, if not, whether an application for confirmation or approval is pending and whether the application is subject to challenge; and
  - the person in whose name the title to the petroleum tenement is currently held?
- 33. Where in the Offer Document is there a statement setting out a program of expenditure, together with a timetable for completion of an exploration program, in respect of each petroleum tenement (or, where applicable, each group of tenements)?
- 34. Within the 2 years preceding the date of the entity's application for admission to the official list, has the entity acquired, or entered into an agreement to acquire, an interest in an oil and gas exploration area or similar petroleum tenement from any person?

If so, where in the Offer Document does it disclose:

- · the date of the acquisition or agreement;
- full details of the tenement, including any title particulars;
- the name of the vendor;
- if the vendor was not the beneficial owner of the tenement at the date of the acquisition or agreement, the name of the beneficial owner(s);
- details of any relationship between the vendor (or, if the vendor was not
  the beneficial owner of the tenement at the date of the acquisition or
  agreement, between the beneficial owner(s)) and the entity or any
  related party or promoter of the entity; and
- details of the purchase price paid or payable and all other consideration (whether legally enforceable or not) passing directly or indirectly to the

Refer to Section 2.5 Overview of the planned expansion of the Virginia Gas Project, at page 30 of the Offer Document.

N/A

N٥	Item	Location/Confirmation
	vendor?	
	Is the vendor (or, if the vendor was not the beneficial owner of the tenement at the date of the acquisition or agreement, is any of the beneficial owner(s)) a related party or promoter of the entity?	
	If so, please enter "Confirmed" in the column to the right to indicate that the consideration paid by the entity for the classified asset was solely restricted securities, save to the extent it involved the reimbursement of expenditure incurred in developing the tenement <sup>11</sup> or the entity was not required to apply the restrictions in Appendix 9B under Listing Rule 9.1.3 (Listing Rule 1.1 Condition 11)	
	Please also provide a copy of the agreement(s) relating to the acquisition entered into by the entity and any expert's report or valuation obtained by the entity in relation to the acquisition	
35.	Is the entity or a child entity in a joint venture arrangement to investigate or explore a petroleum tenement?	No
	If so, please provide a copy of the joint venture agreement	N/A
	Where in the joint venture agreement does it provide that if the entity requires it, the operator of the joint venture will give the entity all the information the entity requires to comply with the Listing Rules, and that the information may be given to ASX for release to the market if necessary for the entity to comply with the Listing Rules (Listing Rule 5.45)?	

<sup>&</sup>lt;sup>11</sup> ASX may require evidence to support expenditure claims.

# Information Form and Checklist Annexure III (Foreign Entities)

ABN/ARBN/ARSN

93 998 352 675

This Annexure forms part of the Information Form and Checklist supplied by the entity named above to support its application for admission to the official list of ASX Limited (ASX) as an ASX Listing.			
	N٥	Item	Location
	1.	Evidence that the entity is registered as a foreign company in Australia (Listing Rule 1.1 Condition 4)	ARBN: 633 046 830
	0	Miles in the Office December does it state the south to allow a financial	Language Control of the Control of t
	۷.	Where in the Offer Document does it state the entity's place of incorporation, registration or establishment (Guidance Note 4 section 3.2)?	Important Information, "Offer", page 2.
	3.	Where in the Offer Document does it include a statement to the effect that:	Sections 13.4 and 13.5, page 250.
		"As [name of entity] is not established in Australia, its general corporate	
		activities (apart from any offering of securities in Australia) are not regulated	
		by the Corporations Act 2001 of the Commonwealth of Australia or by the Australian Securities and Investments Commission but instead are regulated	
		Australian Securities and investments Commission but instead are regulated	

4. Where in the Offer Document does it include a concise summary of the rights and obligations of security holders under the law of its home jurisdiction covering:

by [insert name of governing legislation] and [insert name of corporate regulator administering that legislation]." (Guidance Note 4 section 3.2)?

- · what types of transactions require security holder approval;
- whether security holders have a right to request or requisition a meeting of security holders;
- whether security holders have a right to appoint proxies to attend and vote at meetings on their behalf;
- how changes in the rights attaching to securities are regulated;
- what rights do security holders have to seek relief for oppressive conduct:
- what rights do security holders have to bring or intervene in legal proceedings on behalf of the entity; and
- whether there is any equivalent to the "two strikes" rule in relation to remuneration reports in Part 2G.2 Division 9 of the Corporations Act (Guidance Note 4 section 3.2)?<sup>1</sup>
- 5. Where in the Offer Document does it include a concise summary of how the disclosure of substantial holdings and takeovers are regulated under the law of its home jurisdiction (Guidance Note 4 section 3.2)?<sup>2</sup>

Section 13.5, pages 250 to 259.

Sections 13.4 and 13.5, pages 250 to 259.

Name of entity

Renergen Limited

<sup>1</sup> The concise summary is not intended to be a legal treatise on the laws of the entity's home jurisdiction or a detailed comparative analysis of those laws with the laws of Australia. For those matters where the entity's home jurisdiction has broadly comparable laws to Australia, a statement to that effect will generally suffice.

See note 1 above.

6. Where in the Offer Document does it disclose what accounting standards have been used to prepare the pro forma statement of financial position in the Offer Document (Listing Rules 1.2.3(c) and 1.3.5(c))?

Note: Those accounting standards must be Australian Accounting Standards, International Financial Reporting Standards (IFRS) as adopted by the EU, or the accounting standards and generally accepted accounting principles applied in Canada, Hong Kong, New Zealand, Singapore, South Africa or USA, or otherwise ASX must specifically agree to the use of those accounting standards (Listing Rule 19.11A(b) and Guidance Note 4 section 3.6).

7. Where in the Offer Document does it disclose what auditing standards were applied to the review of the pro forma statement of financial position in the Offer Document (Listing Rules 1.2.3(c) and 1.3.5(c))?
Note: those auditing standards must be Australian Auditing Standards, International Standards on Auditing or US Auditing Standards, or otherwise ASX must specifically agree to the use of

those auditing standards (Listing Rule 19.11A(c) and Guidance Note 4 section 3.6).

8. Where in the Offer Document does it disclose what accounting standards the entity will apply to the preparation of its financial statements after it is listed?

9. If those accounting standards are not Australian Accounting Standards, International Financial Reporting Standards (IFRS) as adopted by the EU, or the accounting standards and generally accepted accounting principles applied in Canada, Hong Kong, New Zealand, Singapore, South Africa or USA, where in the offer document does it disclose that ASX has agreed to the use of those accounting standards (Listing Rule 19.11A(b) and Guidance Note 4 section 3.6)?

10. Where in the Offer Document does it disclose what auditing standards the entity's auditor will apply to the entity's financial statements after it is listed?

11. If those auditing standards are not Australian Auditing Standards, International Standards on Auditing or US Auditing Standards, where in the Offer Document does it disclose that ASX has agreed to the use of those auditing standards (Listing Rule 19.11A(c) and Guidance Note 4 section 3.6)? Location

Section 9.2, page 214.

Section 9.2, page 214.

Section 9.4. page 215.

N/A

Section 9.2, page 214

Section 9.2, page 214