

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

COALSPUR MINES LIMITED

ABN

73 003 041 594

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 | 1) Ordinary Shares
2) Ordinary Shares
3) Performance Rights
4) Unlisted options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 1) 20
2) 150,000
3) 2,257,514
4) 1,007,514 |
| 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) | 1) Shares issued on expiry of Performance Shares in accordance with terms and conditions
2) Shares issued on vesting of Performance Rights on vesting condition being met
3) Performance Rights which do not have an exercise price, subject to performance conditions to be satisfied prior to expiry date being 31 December 2016
4) Unlisted options with an exercise price |

of CADo.30 expiring 30 June 2019
subject to vesting condition

- 4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:

- 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

- 1) Yes
- 2) Yes
- 3) No
- 4) No

- 5 Issue price or consideration

Nil

- 6 Purpose of the issue
(If issued as consideration for the acquisition of assets, clearly identify those assets)

- 1) Shares issued on expiry of Performance Shares in accordance with terms and conditions
- 2) Shares issued on vesting of Performance Rights on vesting condition being met
- 3) Performance Rights granted to director pursuant to the Coalspur Mines Limited Employee Performance Rights Plan following shareholder approval
- 4) Unlisted Options granted to director pursuant to the Coalspur Mines Limited Employee Option Plan following shareholder approval

- 6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?

If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i

Yes

- 6b The date the security holder resolution under rule 7.1A was passed

30 May 2014

6c	Number of +securities issued without security holder approval under rule 7.1	N/A
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)	3) 2,257,514 Performance Rights expiring 31 December 2016 4) 1,007,514 Unlisted Options expiring 30 June 2019 Meeting 30 May 2014
6f	Number of +securities issued under an exception in rule 7.2	1) 20 Ordinary Shares (Exception 4) 2) 150,000 Ordinary Shares (Exception 4)
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	N/A
7	+Issue dates 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. Cross reference: item 33 of Appendix 3B.	27 June 2014

Number	+Class
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8	Number and ⁺ class of all ⁺ securities quoted on ASX (including the ⁺ securities in section 2 if applicable)	641,544,455	Ordinary Shares
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		Number	⁺ Class
9	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the ⁺ securities in section 2 if applicable)	60,000,000	Tranche A Warrants Exercisable at \$0.55 on the terms and conditions approved by Shareholders at a General Meeting on 27 June 2013 and set out in the notice of meeting and as attached to Appendix 3B dated 4 July 2013
		60,000,000	Tranche B Warrants Exercisable at \$0.55 on the terms and conditions approved by Shareholders at a General Meeting on 27 June 2013 and set out in the notice of meeting and as attached to Appendix 3B dated 4 July 2013
		14,000,000	Warrants Exercisable at \$0.55 on the terms and conditions approved by Shareholders at a General Meeting on 27 June 2013 and set out in the notice of meeting and as attached to this Appendix 3B
		2,750,000	Incentive options exercisable at \$0.20 each on or before 31 December 2014
		2,750,000	Incentive options exercisable at \$0.25 each on or before 30 June 2015
		1,150,000	Incentive options exercisable at \$0.50 each on or before 30 June 2014
		1,150,000	Incentive options exercisable at \$0.60 each

	350,000	on or before 31 December 2014 Incentive options exercisable at \$0.70 each on or before 30 June 2015
	1,450,000	Incentive options exercisable at \$0.85 each on or before 30 June 2014
	1,450,000	Incentive options exercisable at \$0.95 each on or before 31 December 2014
	1,450,000	Incentive options exercisable at \$1.05 each on or before 30 June 2015
	8,000,000	Unlisted options exercisable \$1.562 each on or before 8 May 2015
	2,000,000	Unlisted options exercisable \$1.662 each on or before 16 May 2015
	1,000,000	Unlisted options exercisable \$1.248 each on or before 14 September 2015
	1,000,000	Unlisted options exercisable \$1.248 each on or before 18 March 2016
<i>Note</i> <i>3,896,595 performance rights cancelled.</i> <i>150,000 performance rights cancelled on vesting</i>	12,121,097	Performance Rights subject to various performance conditions to be satisfied prior to expiry dates between 30 June 2014 and 31 December 2016
<i>1,052,851 Unlisted Options with an exercise price of CAD0.30 expiring 13 February 2019 cancelled</i>	2,142,647	Unlisted options with an exercise price of CAD0.30 expiring 13 February 2019 (vesting 25% 13/2/2015, 25% 13/2/2016, 50%13/2/2017)
	1,007,514	Unlisted options with an exercise price of CAD0.30 expiring 30 June 2019 subject to vesting condition

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable
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Part 2 - Pro rata issue

11	Is security holder approval required?	Part 2 Not Applicable
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 Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	

23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	
25	If the issue is contingent on security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	
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	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do security holders sell their entitlements <i>in full</i> through a broker?	
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	
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

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

Do the ⁺securities rank equally in all respects from the ⁺issue date with an existing ⁺class of quoted ⁺securities?

If the additional ⁺securities do not rank equally, please state:

- 1) the date from which they do
- 2) the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- 3) the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

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Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another ⁺security, clearly identify that other ⁺security)

42

Number and ⁺class of all ⁺securities quoted on ASX (including the ⁺securities in clause 38)

Number	⁺ Class

Quotation agreement

- ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the ⁺securities on any conditions it decides.
- 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.

St Robertson

Sign here:

(Company secretary)

Simon Robertson

Date: 27 June 2014

Print name:

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	639,748,901
Add the following: - 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 <i>Note:</i> - Include only ordinary securities here – other classes of equity securities cannot be added - Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed - It may be useful to set out issues of securities on different dates as separate line items	28/6/13 1,495,534 Exception 4 24/6/14 150,020 Exception 4
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	
“A”	641,394,455

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	96,209,168
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: - Under an exception in rule 7.2 - Under rule 7.1A - With security holder approval under rule 7.1 or rule 7.4 Note: <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>	4/9/13 150,000
“C”	150,000
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>	96,209,168
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	150,000
Total [“A” x 0.15] – “C”	96,059,168 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

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>	641,394,455
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	64,139,445
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: • <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”	-

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>	64,139,445
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	-
Total [“A” x 0.10] – “E”	64,139,445 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.

27 June 2014

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

Issuer:	Coalspur Mines Limited
ABN:	73 003 041 594

TNG Limited ("Issuer") notifies ASX (as the operator of the prescribed financial market on which the securities identified below are or are to be quoted) under section 708A(5)(e) of the Corporations Act that:

1. the securities identified below were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
2. as at the date of this notice the Issuer has complied with the provisions of Chapter 2M of the Corporations Act as they apply to the Issuer and with section 674 of the Corporations Act; and
3. as at the date of this notice there is no information which is "excluded information" for the purposes of sections 708A(7) and (8) of the Corporations Act.

DETAILS OF THE ISSUE OR OFFER OF SECURITIES	
Class of Securities:	Ordinary Shares
ASX Code of the Securities:	CPL
Date of the issue of securities:	27 June 2014
Total number of securities issued:	150,020