

**Form 603**Corporations Act 2001  
Section 671B**Notice of Initial substantial holder****To** Company Name/Scheme Neon Energy LimitedACN/ARSN 002 796 974**1. Details of substantial holder (1)**

(1) Evoworld Corporation Pty Ltd  
 (2) P&L Capital Investments Pty Ltd  
 (3) Quicksilver Asset Pty Ltd  
 (4) Old Blood and Guts Pty Ltd  
 Name and the associated entities and persons listed in Item 6

(1) 601 546 742  
 (2) 127 446 904  
 (3) 106 986 261  
 (4) 122 608 360

ACN/ARSN (if applicable)

The holder became a substantial holder on 3 / 9 / 14**2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary fully paid shares (Ordinary Shares)	55,362,012	55,362,012	10.01%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
P&L Capital Investments Pty Ltd	Relevant Interest under section 608(1)(a) of the Corporations Act 2001 (Cth) (Act) arising from being the registered holder of the securities	500,000 Ordinary Shares
Quicksilver Asset Pty Ltd	Relevant Interest under section 608(1)(a) of the Act arising from being the registered holder of the securities	14,332,320 Ordinary Shares
Old Blood and Guts Pty Ltd	Relevant Interest under section 608(1)(a) of the Act arising from being the registered holder of the securities	40,549,692 Ordinary Shares

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
P&L Capital Investments Pty Ltd	P&L Capital Investments Pty Ltd	P&L Capital Investments Pty Ltd	500,000 Ordinary Shares
Quicksilver Asset Pty Ltd	Quicksilver Asset Pty Ltd	Quicksilver Asset Pty Ltd	14,332,320 Ordinary Shares
Old Blood and Guts Pty Ltd	Old Blood and Guts Pty Ltd	Old Blood and Guts Pty Ltd	40,549,692 Ordinary Shares

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
P&L Capital Investments Pty Ltd	2.9.14	14,029.95		500,000 Ordinary Shares
Quicksilver Asset Pty Ltd	2.9.14	84,337.95		300,000 Ordinary Shares
Quicksilver Asset Pty Ltd	3.9.14	374,883.92		11,332,320 Ordinary Shares

Old Blood and Guts Pty Ltd	1.9.14	181,510.12	6,552,732 Ordinary Shares
Old Blood and Guts Pty Ltd	3.9.14	1,124,651.73	33,996,960 Ordinary Shares

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**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (If applicable)	Nature of association
Evoworld Corporation Pty Ltd ACN 601 545 742 (Evoworld)	<p>Each of:</p> <ol style="list-style-type: none"> <li>1. Evoworld and its directors, Mr Pynes, Mr Kestell, Mr Williams and its shareholders, P&amp;L, OB&amp;G and the Trust;</li> <li>2. P&amp;L and its directors and shareholders, Mr Pynes and Mrs Pynes;</li> <li>3. Quicksilver and its director and shareholder, Mrs Pynes; and</li> <li>4. OB&amp;G and its director and shareholder, Mr Kestell,</li> </ol> <p>are associates of each other by virtue of section 12(2)(c) of the Act arising from them proposing to act in concert in relation to the affairs of Neon Energy Limited.</p>
P&L Capital Investments Pty Ltd ACN 127 446 904 (P&L)	
Quicksilver Asset Pty Ltd ACN 106 986 261 (Quicksilver)	
Old Blood and Guts Pty Ltd ACN 122 608 360 (OB&G)	
Peter Aristide George Pynes (Mr Pynes)	
Lara Olimpia Pynes (Mrs Pynes)	
Timothy Arthur Kestell (Mr Kestell)	
Ross Campbell Williams ATF The Williams Trading Trust (the Trust)	
Ross Campbell Williams (Mr Williams)	

**7. Addressee**

The addresses of persons named in this form are as follows:

Name	Address
Evoworld Corporation Pty Ltd ACN 601 545 742	33 Yllgarn Street, Shenton Park, WA 6008
P&L Capital Investments Pty Ltd ACN 127 446 904	51 Moray Avenue, Floreat, WA 6014
Quicksilver Asset Pty Ltd ACN 106 986 261	51 Moray Avenue, Floreat, WA 6014
Old Blood and Guts Pty Ltd ACN 122 608 360	232 Broome Street, Cottesloe, WA 6011
Peter Aristide George Pynes	51 Moray Avenue, Floreat, WA 6014
Lara Olimpia Pynes	51 Moray Avenue, Floreat, WA 6014
Timothy Arthur Kestell	232 Broome Street, Cottesloe, WA 6011
Ross Campbell Williams ATF The Williams Trading Trust	89 Gwentyfred Road, Kensington, WA 6151
Ross Campbell Williams	89 Gwentyfred Road, Kensington, WA 6151

**Signature**

print name

*TIMOTHY A KESTELL*

capacity

*Director*

sign here

*TIMOTHY A KESTELL*

date

*5/9/14***DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and

- (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (8) If the substantial holder is unable to determine the identity of the person (eg. If the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
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