



15 November 2016

ASX/MEDIA RELEASE

**NOTICE UNDER SECTION 708AA(2)(f) OF THE
CORPORATIONS ACT**

Eneabba Gas Ltd (**Eneabba**) (ASX: **ENB**) is pleased to announce that it has today lodged an offer document with the ASX for a non-renounceable entitlement offer. Eligible shareholders will be offered two new fully paid ordinary shares (New Shares) for every three fully paid ordinary shares held at 2pm (WST) on the Record Date at an issue price of \$0.004 per New Share (Entitlement Offer) to raise up to approximately \$802,612 (before costs).

The timetable for the Entitlement Offer is set out below:

EVENT	DATE
Announce pro rata issue, Lodge Offer document, apply for quotation (Appendix 3B) and lodge s708AA notice	15 November 2016
Send Notice to Optionholders and Shareholders containing information required by Appendix 3B	16 November 2016
Shares commence trading on an Ex Entitlement basis	17 November 2016
Record Date to identify shareholders entitled to participate in the issue	18 November 2016
Send Offer Document and entitlement form to shareholders	21 November 2016
Offer opening date	21 November 2016
Offer closing date	5 December 2016 (2pm AWST)
Shares quoted on a deferred settlement basis	6 December 2016
Notify ASX of under-subscriptions	8 December 2016
Anticipated Issue Date and Statement Despatch date	9 December 2016
Allotment of Shortfall (on or before)	3 March 2017

For more information on the Company, please visit the website at www.eneabbagas.com.au.

Notice under Section 708AA(2)(f) of the Corporations Act

The Company hereby confirms, as per the requirements of section 708AA(2)(f) of the Corporations Act:

- (a) The Company will offer the Shares under for issue without disclosure to investors under Part 6D.2 of the Act as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84.
- (b) The Company is providing this notice under paragraph 2(f) of section 708AA of the Act, as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84.
- (c) As at the date of this announcement, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company.
- (d) As at the date of this announcement, the Company has complied with section 674 of the Act.
- (e) As at the date of this announcement, there is no information:
 - (i) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (ii) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (A) *the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or*
 - (B) *the rights and liabilities attaching to the Shares.*
- (f) The issue of new Shares pursuant to the Entitlement Issue is not expected to have any material effect or consequence on the control of the Company, but is dependent on a number of factors including investor demand. However, given the structure of the Entitlement Issue as a pro rata offer the potential effect of the issue of the new Shares will have on the control of the Company is as follows:
 - (i) if all eligible shareholders take up their entitlement for new Shares under the Entitlement Issue, the Entitlement Issue will have no effect on the control of the Company and all shareholders will hold the same percentage interest in the Company, subject only to changes resulting from ineligible shareholders being unable to participate in the Entitlement Issue;
 - (ii) in the event that there is a shortfall, eligible shareholders who do not take up their full entitlement to new Shares under the Entitlement Issue and ineligible shareholders unable to participate in the Offer will be diluted relative to those shareholders who subscribe for some or all of their entitlement under the Entitlement Issue; and
 - (iii) in respect of any shortfall, eligible shareholders may seek to increase their shareholding by subscribing for additional new Shares to be issued from the shortfall. The Company shall determine the allocation of new Shares under the shortfall offer and accordingly there is no guarantee that eligible shareholders will receive their full subscription under the shortfall offer. The Company will only issue such new Shares pursuant to an application received where the Directors are satisfied, in their discretion, that the issue of the Shares will not increase the applicant's voting power above 19.9% or otherwise result in a breach of the Listing Rules, the Corporations Act or any other applicable law.

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

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

Eneabba Gas Limited

ABN

69 107 385 884

We (the entity) give ASX the following information.

Part 1 - All issues

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

- | | | |
|---|---|--|
| 1 | +Class of +securities issued or to be issued | Fully Paid Ordinary Shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | Up to 222,452,875 shares to be issued (assuming all options vest and are exercised prior to the Rights Issue Record Date of 18 November 2016) |
| 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) | A non-renounceable pro rata entitlement offer to eligible shareholders of two new shares for every three Shares held on the Record Date at an issue price of \$0.004 (0.4 cents) per New Share |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>Yes</p>
<p>5 Issue price or consideration</p>	<p>\$0.004</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The capital raised under the Entitlement Issue is anticipated to be applied by the Company for the maintenance and development of the Company's existing assets, for general working capital and for the assessment and pursuit of new business opportunities and potential acquisitions.</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>10 November 2015</p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p>Nil</p>

+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	40,000,000 shares issued with shareholder approval received at general meeting held on 9 May 2016				
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil				
6f	Number of +securities issued under an exception in rule 7.2	Nil				
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.	Nil				
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	Not Applicable				
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	7.1 - 45,146,897 7.1A - 30,097,931				
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.	Anticipated issue date of 9 December 2016				
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%;">Number</th> <th style="width: 50%;">+Class</th> </tr> </thead> <tbody> <tr> <td style="vertical-align: top;">556,132,187 (Including Rights Issue New Share and assuming vesting and conversion of all options on issue)</td> <td style="text-align: center; vertical-align: top;">Fully Paid Ordinary Shares</td> </tr> </tbody> </table>	Number	+Class	556,132,187 (Including Rights Issue New Share and assuming vesting and conversion of all options on issue)	Fully Paid Ordinary Shares
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556,132,187 (Including Rights Issue New Share and assuming vesting and conversion of all options on issue)	Fully Paid 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)	14,700,000	Options exercisable at 2 cents on or before 30 June 2017 (unlisted)
		7,000,000	Options exercisable at 6 cents on or before 16 November 2018 (unlisted)
		2,000,000	Options exercisable at 6 cents on or before 16 November 2018, vesting upon various milestones (unlisted)
		7,000,000	Options exercisable at 8 cents on or before 16 November 2018 (unlisted)
		2,000,000	Options exercisable at 8 cents on or before 16 November 2018, vesting upon various milestones (unlisted)
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)		

Part 2 - Pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Non-renounceable
13	Ratio in which the +securities will be offered	Two new shares for every three shares held on Record Date

+ See chapter 19 for defined terms.

14	+Class of +securities to which the offer relates	Fully Paid Ordinary Shares
15	+Record date to determine entitlements	18 November 2016
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	Fractions will be rounded up to the nearest whole New Share
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	All countries except Australia, New Zealand and Singapore
19	Closing date for receipt of acceptances or renunciations	5 December 2016 (2pm WST)

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20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	21 November 2016
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	21 November 2016
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A

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

Part 3 - Quotation of securities

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

- 34 Type of ⁺securities
(tick one)
- (a) ⁺Securities described in Part 1
- (b) All other ⁺securities
Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

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

⁺ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Quotation agreement

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

2 We warrant the following to ASX.


- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: 
Director

Date: 15 November 2016

Print name: Barnaby Egerton-Warburton
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+ See chapter 19 for defined terms.