

**APPENDIX 3B AND
DISCLOSURE UNDER ASX LISTING RULES 7.1A.4(B) AND 3.10.5A**

ASX RELEASE**6 JULY 2017**

BidEnergy Ltd (ASX: BID)(the “**Company**”) advises that it has issued ordinary fully paid shares in the capital of the Company (“**Shares**”) per the Appendix 3B accompanying this notice (“**Issue**”).

A total of 5,500,000 Shares were issued under ASX Listing Rule 7.1A (“**10% Placement Capacity**”) pursuant to the Advisor Offer under the Prospectus dated 3 July 2017.

In accordance with ASX Listing Rules 7.1A.4(b) and 3.10.5A the Company makes the following disclosures in respect of the Issue:

- (a) The Shares issued under ASX Listing Rule 7.1A resulted in the following dilution to existing holders of ordinary securities:
- Number of fully paid ordinary shares on issue prior to this issue of securities under LR7.1A was 329,838,682;
 - Number of fully paid ordinary shares on issue following this issue of securities under LR7.1A is 335,338,682;
 - Percentage of voting dilution following this issue is 1.67%.
- (b) The Shares were not issued for cash consideration and were instead issued in lieu of cash fees for corporate advisory services provided to the Company pursuant to a corporate advisory services mandate executed in December 2015.
- (c) No underwriting arrangements were entered into in connection with the Issue.
- (d) No fees will be paid in connection with the Issue other than standard fees payable to the ASX and the Company’s share registrar as required for any new issues of securities.

Further Information:

Miss Erlyn Dale
Company Secretary
+61 (08) 9389 3110

About BidEnergy Ltd

BidEnergy is an Australian-based technology company. Its cloud-based platform gives organisations control over their energy spend throughout the contract lifecycle. By automatically capturing and validating invoices and meter data, customers can streamline their accounting and payments process, get to market at short notice to optimize their supply contracts and reduce on-bill charges using sophisticated analytics and reporting.

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

BidEnergy Limited

ABN

94 131 445 335

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 | 5,500,000 |
| 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) | Fully paid ordinary shares |

+ See chapter 19 for defined terms.

4	<p>Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	Yes
5	Issue price or consideration	Deemed issue price of AU\$0.02 per Share
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Payment in lieu of accrued fees totalling \$110,000 for corporate advisory services provided to the Company pursuant to a corporate advisory services mandate executed in December 2015.
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h <i>in relation to the +securities the subject of this Appendix 3B</i>, and comply with section 6i</p>	Yes
6b	The date the security holder resolution under rule 7.1A was passed	30 November 2016
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	5,500,000
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of +securities issued under an exception in rule 7.2	N/A

6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	Yes. 15 day VWAP as at 2 July 2017 = \$0.024 Source: ANZ Share Investing																												
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 – Shares issued in lieu of cash payment for corporate advisory services provided to the Company totalling \$110,000.																												
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	LR7.1 – 173,452 LR7.1A – 26,615,635																												
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.	6 July 2017																												
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	<table><tr><th>Number</th><th>+Class</th></tr><tr><td>234,023,613</td><td>Fully Paid Ordinary Shares*</td></tr><tr><td>28,430,006</td><td>BIDO Options (\$0.10, 30 June 2019)</td></tr><tr><td></td><td>*Includes 8,682,331 shares subject to voluntary escrow restrictions.</td></tr></table>	Number	+Class	234,023,613	Fully Paid Ordinary Shares*	28,430,006	BIDO Options (\$0.10, 30 June 2019)		*Includes 8,682,331 shares subject to voluntary escrow restrictions.																				
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9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	<table><tr><th>Number</th><th>+Class</th></tr><tr><td>16,958,402</td><td>Class A Performance Shares</td></tr><tr><td>16,958,402</td><td>Class B Performance Shares</td></tr><tr><td>23,514,921</td><td>Class C Options (\$0.15, 1 July 2019)</td></tr><tr><td>2,241,604</td><td>Performance Rights</td></tr><tr><td>500,000</td><td>Class F Options (\$0.10, 28 July 2020)</td></tr><tr><td></td><td>Escrowed to 20 July 2018</td></tr><tr><td>101,315,069</td><td>Fully Paid Ordinary Shares</td></tr><tr><td>18,041,598</td><td>Class A Performance Shares</td></tr><tr><td>18,041,598</td><td>Class B Performance Shares</td></tr><tr><td>182,709</td><td>Performance Rights</td></tr><tr><td>10,798,670</td><td>Class A Options (\$0.10, 30 Sep 2017)</td></tr><tr><td>9,243,759</td><td>Class B Options (\$0.125, 31 December 2018)</td></tr><tr><td>25,000,000</td><td>Class D Options</td></tr></table>	Number	+Class	16,958,402	Class A Performance Shares	16,958,402	Class B Performance Shares	23,514,921	Class C Options (\$0.15, 1 July 2019)	2,241,604	Performance Rights	500,000	Class F Options (\$0.10, 28 July 2020)		Escrowed to 20 July 2018	101,315,069	Fully Paid Ordinary Shares	18,041,598	Class A Performance Shares	18,041,598	Class B Performance Shares	182,709	Performance Rights	10,798,670	Class A Options (\$0.10, 30 Sep 2017)	9,243,759	Class B Options (\$0.125, 31 December 2018)	25,000,000	Class D Options
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+ See chapter 19 for defined terms.

	3,858,814	(\$0.15, 30 June 2019) Escrowed to 24 Nov 2017 Class E Options (\$0.07, 24 November 2021)
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Unchanged

Part 2 - Pro rata issue

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

⁺ See chapter 19 for defined terms.

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:
- the date from which they do
 - the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
 - the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
-
- 41 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

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:


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(Company Secretary)

Date: 6 July 2017

Print name: Erlyn Dale

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⁺ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

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

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

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	321,156,351
Add the following: <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period Note: <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	-
“A”	321,156,351

Step 2: Calculate 15% of “A”		
“B”	0.15	
	<i>[Note: this value cannot be changed]</i>	
Multiply “A” by 0.15		48,173,452
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used		
Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued: <ul style="list-style-type: none"> Under an exception in rule 7.2 Under rule 7.1A With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	24/11/2016 10,611,738 24/11/2016 35,458,855 13/01/2017 1,929,407	
“C”		48,000,000
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>		48,173,452
Subtract “C” <i>Note: number must be same as shown in Step 3</i>		48,000,000
Total [“A” x 0.15] – “C”		173,452
	<i>[Note: this is the remaining placement capacity under rule 7.1]</i>	

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	321,156,351
Step 2: Calculate 10% of “A”	
“D” <i>Note: this value cannot be changed</i>	0.10
Multiply “A” by 0.10	32,115,635
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 <i>Notes:</i> <ul style="list-style-type: none"> • This applies to equity securities – not just ordinary securities • Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed • 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 • It may be useful to set out issues of securities on different dates as separate line items 	<div>6/07/2017</div> <div>5,500,000</div>
“E”	5,500,000

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>	32,115,635
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	5,500,000
Total [“A” x 0.10] – “E”	26,615,635 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.