

ISSUED CAPITAL UPDATE

ASX Release

20 July 2018

BidEnergy Limited (ASX: BID) ("**BidEnergy**" or "**the Company**") provides the following update regarding its issued capital position.

Issue of Performance Rights

The Company advises that following the completion of the Company's annual performance and remuneration review process, the Company has issued unlisted 15,301,277 Class E Performance Rights (**Performance Rights**) to certain eligible employee participants, representing 2.1% of the current share capital of the Company. Further details regarding the issue are set out in the attached Appendix 3B. The Company considers this issue to be an important part of its employee reward and retention strategy.

Escrow Expiry

The Company confirms that the following securities were released from escrow today:

- 137,398,265 Fully Paid Ordinary Shares
- 182,709 Class A Performance Rights (\$0.125, 1 July 2020)

The escrow restrictions on the above securities were originally initiated upon completion of the reverse takeover transaction completed by the Company on 1 July 2016 ("RTO") for a period of 24 months from the date of re-quotation of the Company's equity securities following completion of the RTO which occurred on 20 July 2016.

The Company has applied for official quotation of the 137,398,265 Fully Paid Ordinary Shares, per the attached Appendix 3B.

Cancellation of Class A Performance Rights

The Company advises that it has cancelled 191,229 Class A Performance Rights (\$0.125, 1 July 2020) held by former employees of the Company, in accordance with the terms and conditions of the Company's Performance Rights Plan under which they were originally issued.

Correction of Option Terms

The Company wishes to correct typographical errors in the Appendices 3B and 3X issued on 19 January 2018 in which the expiry date of the options issued to Managing Director, Guy Maine, was incorrectly quoted as 17 January 2022 rather than 16 January 2022. The correct terms have been correctly reflected in the attached Appendix 3B and in Mr Maine's most recent Appendix 3Y.

Issued Capital Position

Following the above changes, the Company's issued capital position is now as follows:

Security	Number on Issue
Fully Paid Ordinary Shares	740,677,364
Class A Performance Rights (\$0.125, 1 Jul 2020)	2,233,084
Class E Performance Rights (\$Nil, 20 Oct 2019)	15,301,277
Listed BIDO Options (\$0.10, 30 Jun 2019)	28,430,006
Class C Options (\$0.15, 1 Jul 2019)	23,514,921
Class E Options (\$0.07, 24 Nov 2021)	3,858,814
Class F Options (\$0.10, 28 Jul 2020)	500,000
Class G Options (\$0.03, 31 Dec 2020)	6,000,000
Class H Options (\$0.045, 31 Dec 2020)	6,000,000
Class I Options (\$0.06, 31 Dec 2020)	8,500,000
Class J Options (\$0.02, 16 Jan 2022)	15,000,000

-ENDS-

Further information:

Erlyn Dale
Company Secretary
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About BidEnergy

BidEnergy is an Australian-based technology company with additional offices overseas in the USA and UK. BidEnergy's cloud-based platform simplifies the complex energy spend management process by using automation, enabling organisations to have complete control over their energy spend. Unlike manual consulting and business services, the platform automates the management of every component of the process for multi-site companies. By automatically capturing and validating invoices and meter data, BidEnergy customers can streamline their accounting and payments processes, go to market at short notice to optimise their supply contracts and reduce billing charges using sophisticated analytics and reporting.

BidEnergy's innovative Robotic Process Automation ("RPA") platform gives small to large enterprises greater control over the full energy spend lifecycle, particularly where there is a national multi-site configuration. Further, under these agreements, BidEnergy's RPA platform will be utilised to automatically capture and validate invoices, automating the payable function, discovering cost reduction opportunities and providing real-time Energy information and accurate financial capabilities at the touch of a button, as and when they need it.

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 | Class E Performance Rights |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 15,301,277 Class E Performance Rights |
| 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) | <p>Class E Performance Rights were issued to Employees of the Company as an equity-based incentive to align their interests with those of shareholders and promote staff retention.</p> <p>Each Class E Performance Right will vest and become exercisable into one fully paid ordinary share for nil cash consideration at the election of the holder on or after 20 July 2019 ("Vesting Date") until the expiry date of 20 October 2019, provided the holder remains engaged by the Company as a director, officer, employee or consultant ("Eligible Person") on the Vesting Date.</p> |

+ 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 	<p>Performance Rights – No. Performance rights are a new class of unlisted securities. Shares issued upon the exercise of the Performance Rights, however, will rank equally with fully paid ordinary shares on issue.</p>
5	Issue price or consideration	Nil cash consideration.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Class E Performance Rights were issued to Employees of the Company as an equity-based incentive to align their interests with those of shareholders and promote staff retention.
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	20 November 2017
6c	Number of *securities issued without security holder approval under rule 7.1	15,301,277
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)	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.	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	LR7.1 – 80,800,327 LR7.1A – 74,067,736	
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.	20 July 2018	
8	Number and +class of all +securities quoted on ASX (including the +securities in section 2 if applicable)	Number	+Class
		740,677,364 28,430,006	Fully Paid Ordinary Shares BIDO Options (\$0.10, 30 June 2019)

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the +securities in section 2 if applicable)	<div>2,233,084 Class A Performance Rights (\$0.125, 1 July 2019)</div> <div>15,301,277 Class E Performance Rights (Nil, 20 Oct 2019)</div> <div>23,514,921 Class C Options (\$0.15, 1 July 2019)</div> <div>3,858,814 Class E Options (\$0.07, 24 November 2021)</div> <div>500,000 Class F Options (\$0.10, 28 July 2020)</div> <div>6,000,000 Class G Options (\$0.03, 31 Dec 2020)</div> <div>6,000,000 Class H Options (\$0.045, 31 Dec 2020)</div> <div>8,500,000 Class I Options (\$0.06, 31 Dec 2020)</div> <div>15,000,000 Class J Options (\$0.02, 16 Jan 2022)</div>
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 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?	

+ See chapter 19 for defined terms.

- 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	137,398,265	
39	+Class of +securities for which quotation is sought	Fully Paid Ordinary Shares	
40	<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 dothe extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest paymentthe extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	Yes	
41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another +security, clearly identify that other +security)</p>	Restricted securities at the end of the escrowed period	
42	Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	Number	+Class
		740,677,364 28,430,006	Fully Paid Ordinary Shares BIDO Options (\$0.10, 30 June 2019)

+ See chapter 19 for defined terms.

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:


.....
Company secretary

Date: 20 July 2018

Print name:

Erlyn Dale

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	329,838,682						
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 <p><i>Note:</i></p> <ul style="list-style-type: none"> 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 	<table> <tr> <td>31/07/2017</td><td>5,500,000</td></tr> <tr> <td>8/08/2017</td><td>335,338,682</td></tr> <tr> <td>29/09/2017</td><td>70,000,000</td></tr> </table>	31/07/2017	5,500,000	8/08/2017	335,338,682	29/09/2017	70,000,000
31/07/2017	5,500,000						
8/08/2017	335,338,682						
29/09/2017	70,000,000						
Subtract the number of fully paid ⁺ ordinary securities cancelled during that 12 month period	-						
“A”	740,677,364						

+ See chapter 19 for defined terms.

Step 2: Calculate 15% of “A”		
“B”	0.15 <i>[Note: this value cannot be changed]</i>	
Multiply “A” by 0.15	111,101,604	
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used		
<p>Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <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>Note:</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> 	<div>19/01/2018</div> <div>20/07/2018</div>	<div>15,000,000</div> <div>15,301,277</div>
“C”	30,301,277	
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>	111,101,604	
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	30,301,277	
Total [“A” x 0.15] – “C”	80,800,327 <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>	740,677,364
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	74,067,736
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: <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 	-
“E”	-

+ See chapter 19 for defined terms.

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>	74,067,736
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	-
Total [“A” x 0.10] – “E”	74,067,736 <i>Note: this is the remaining placement capacity under rule 7.1A</i>