5 November 2015



WestSide Corporation Ltd ABN 74 117 145 516

> Level 8 300 Queen St Brisbane Qid 4000

Phone: 07 3020 0900 Fax: 07 3020 0999

www.westsidecorporation.com

Company Announcements Platform ASX Limited By fax: 1300 135 638

**Dear Sirs** 

WestSide Corporation Limited ('WestSide') – off-market takeover bid ('Offer') for Armour Energy Limited ('Armour Energy')

## Withdrawal of WestSide's Offer

As previously announced by WestSide, Armour Energy's entry into the agreements with American Energy Partners ('Northern Territory Farm-Out') constituted a breach of certain of WestSide's bid conditions (specifically paragraphs (b) ('Northern Territory Farm-out Condition') and (c)(iv) of Appendix 2 of the bidder's statement dated 14 September 2015), entitling WestSide to withdraw the Offer (or allow it to lapse) for breach of the conditions.

As Armour Energy shareholders approved the resolutions relating to the Northern Territory Farm-Out at Armour Energy's extraordinary general meeting on 30 October 2015, WestSide did not free the Offer from those conditions (which had already been breached) or any other condition of WestSide's Offer.

Consequently, as WestSide's Offer is not capable of becoming unconditional and binding contracts cannot result from acceptances of the Offer, the Australian Securities & Investments Commission has provided consent to WestSide to withdraw the Offer pursuant to section 652B of the *Corporations Act 2001* (Cth) ('Corporations Act').

Accordingly, WestSide hereby encloses a formal notice under which it withdraws its Offer pursuant to section 652B of the Corporations Act, effective as of 5 November 2015.

As a result of this withdrawal, the offer period for WestSide's Offer has ended, and all acceptances and contracts resulting from acceptances of Offers under the bid are void pursuant to section 650G of the Corporations Act.

All Armour Energy shareholders that have accepted the Offer will be free to deal with their shares in Armour Energy as they see fit moving forward.

Yours faithfully

WestSide Corporation Limited

Michael Colin Hughes
Director

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## NOTICE OF WITHDRAWAL OF OFFER

TO: Australian Securities and Investments Commission ('ASIC')

Armour Energy Limited ABN 60 141 198 414 ('Armour Energy')

ASX Limited ('ASX')

AND TO:

In accordance with ASIC Class Order 13/521, to those persons shown on the Armour Energy

Limited share register on 22 October 2015

WestSide Corporation Limited ('WestSide') advises that it has obtained consent from ASIC to withdraw its offer for all of the shares in Armour Energy ('Offer') pursuant to section 652B of the Corporations Act 2001 (Cth) ('Corporations Act'). ASIC's consent is conditional on WestSide preparing this notice and giving it to Armour Energy, ASIC and ASX before 5.00pm on 5 November 2015 and sending a copy of this notice to each of the persons specified in section 650D(1)(c)(ii) of the Corporations Act (as modified by ASIC Class Order 13/521) no later than 5.00pm on 6 November 2015.

Accordingly, WestSide hereby gives notice pursuant to section 652B of the Corporations Act that it withdraws the Offer, effective as at 5 November 2015.

As a result of this withdrawal, the offer period for WestSide's Offer has ended, and all acceptances and contracts resulting from acceptances of the Offer are vold pursuant to section 650G of the Corporations Act. Accordingly, all Armour Energy shareholders that have accepted the Offer will be free to deal with their shares in Armour Energy as they see fit moving forward.

A copy of this notice was lodged with ASIC on 5 November 2015. ASIC takes no responsibility for the contents of this notice.

This notice is dated 5 November 2015.

**Signed** by Michael Colin Hughes on behalf of WestSide, who is authorised to sign this notice pursuant to a resolution passed by the directors of WestSide.

Michael Colin Hughes

Director