

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Armour Energy Limited (Armour)

ACN/ARSN 141 198 414

1. Details of substantial holder (1)

Name AEGP Australia Pty Ltd (AEGP) and the persons set out at Annexure A.
ACN/ARSN (if applicable) 605 683 798

There was a change in the interests of the

substantial holder on 11/01/2016

The previous notice was given to the company on 11/01/2016

The previous notice was dated 11/01/2016

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary	33,185,516	10.32%	39,034,785	12.14%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
11/01/2016	AEGP Australia Pty Ltd and each of the persons set out in Annexure A	Increase in relevant interest in Armour shares resulting from the receipt of acceptances of its off-market proportional takeover offer for Armour shares dated 11 December 2015 (the Offer).	\$0.25 per ordinary share, subject to the terms of the Offer.	5,849,269 ordinary shares	1.82%

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
AEGP Australia Pty Ltd and each of the persons set out in Annexure A	Armour shareholders who have accepted the Offer	AEGP Australia Pty Ltd	Relevant interest under sections 608(1)(c) and 608(8) of the <i>Corporations Act 2001</i> (Cth) (Corporations Act), resulting from the receipt of acceptances of the Offer or, in respect of the parties named in Annexure A, a deemed relevant interest pursuant to section 608(3) of the <i>Corporations Act</i> . The shares which are the subject of acceptances of the Offer have not yet been transferred into the name of AEGP.	22,112,474 ordinary shares	22,112,474

AEGP Australia Pty Ltd and each of the persons set out in Annexure A	AEGP Australia Pty Ltd	AEGP Australia Pty Ltd	Relevant interest under section 608(1)(a) of the Corporations Act or, in respect of the parties named in Annexure A, a deemed relevant interest pursuant to section 608(3) of the Corporations Act.	16,922,311 ordinary shares	16,922,311
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5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

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


Name	Address
AEGP Australia Pty Ltd	C/- KING & WOOD MALLESONS GOVERNOR PHILLIP TOWER LEVEL 61, 1 FARRER PLACE, SYDNEY NSW 2000
AELP NT Australia Holdings, Ltd	CODAN SERVICES LIMITED CLARENDON HOUSE, CHURCH STREET HAMILTON HM 11 BERMUDA
Arcadia Capital Australia, LLC	301 N.W. 63 rd , SUITE 600 OKLAHOMA CITY, OK 73116 UNITED STATES OF AMERICA
Aubrey K. McClendon	301 N.W. 63 rd , SUITE 600 OKLAHOMA CITY, OK 73116 UNITED STATES OF AMERICA

Signature

print name Tony Bancroft

capacity Authorised Representative

sign here



date 12/01/2016

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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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
 - (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.
- (7) 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 on 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A

This is annexure A of one page referred to in form 604 – Notice of change of interests of substantial holder
Substantial Shareholder: AEGP Australia Pty Ltd ACN 605 683 798

Table of other Substantial Shareholders:

Person	ACN (if applicable)	Place of incorporation
AELP NT Australia Holdings, Ltd		Bermuda
Arcadia Capital Australia, LLC		Oklahoma, United States of America
Aubrey K. McClendon		

Signature



Print name

Tony Bancroft, Authorised Representative

Date

12/01/2016