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Sundance Energy Australia Limited ABN 76 112 202 883

ASX Code: SEA

FOR IMMEDIATE RELEASE

Not for release or distribution in the United States

General Manager
The Company Announcements Office
Australian Securities Exchange

Notification under Section 708A(5)(e) of Corporations Act 2001 (Cth)

Sundance Energy Australia Limited (ASX: SEA) announces that it has issued [552,600,000] shares on 19 July 2016. The Shares are part of a class of securities quoted on the Australian Securities Exchange Limited.

The Company gives notice pursuant to Section 708A(5)(e) of the Corporations Act 2001 (Cth) ("**Corporations Act**") that:

1. the Shares were issued without disclosure to investors under Part 6D.2, in reliance on Sections 708 and 708A(5) of the Corporations Act; and
2. as at the date of this notice:
 - a. the Company has complied with the provisions of Chapter 2M of the Corporations Act insofar as they apply to the Company;
 - b. the Company has complied with its continuous disclosure requirements under section 674 of the Corporations Act; and
 - c. there is no information which is "excluded information" for the purposes of Sections 708A(7) and (8) of the Corporations Act which is required to be disclosed by the Company, other than the Company announces that it has received an indicative, non-binding and conditional proposal ("**Proposal**") from a US based private equity manager with particular expertise in the energy sector to acquire 100 per cent of the shares of SEA at an indicative price of US\$0.14 in cash per share. SEA notes that the Proposal is confidential and is materially below the fair value of its assets, uncertain, subject to due diligence and highly conditional. While SEA has commenced discussions with the proponent, there is no guarantee that a binding proposal will be forthcoming or that a transaction may eventuate.



In compliance with its continuous disclosure obligations, SEA will inform the market of further developments as appropriate.

For more information, please contact:

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About Sundance Energy Australia Limited

Sundance Energy Australia Limited (ASX: SEA) is an Adelaide-based, independent energy exploration company, with a wholly owned US subsidiary, Sundance Energy Inc., located in Denver, Colorado, USA.

The Company is focused on the acquisition and development of large, repeatable oil and natural gas resource plays in North America. Current activities are focused in the Eagle Ford and Mississippian/Woodford.

A comprehensive overview of the Company can be found on Sundance's website at www.sundanceenergy.com.au.

Summary Information

The following disclaimer applies to this document and any information contained in it (the "Information"). The Information in this presentation is of general background and does not purport to be complete. It should be read in conjunction with Sundance's other periodic and continuous disclosure announcements lodged with ASX Limited, which are available at www.asx.com.au. You are advised to read this disclaimer carefully before reading or making any other use of this document or any information contained in this document. In accepting this document, you agree to be bound by the following terms and conditions including any modifications to them.

Forward Looking Statements

This presentation includes forward-looking statements. These statements relate to Sundance's expectations, beliefs, intentions or strategies regarding the future. These statements can be identified by the use of words like "anticipate", "believe", "intend", "estimate", "expect", "may", "plan", "project", "will", "should", "seek" and similar words or expressions containing same.

The forward-looking statements reflect the Company's views and assumptions with respect to future events as of the date of this presentation and are subject to a variety of unpredictable risks, uncertainties, and other unknowns. Actual and future results and trends could differ materially from those set forth in such statements due to various factors, many of which are beyond our ability to control or predict. Given these uncertainties, no one should place undue reliance on any forward looking statements attributable to Sundance, or any of its affiliates or persons acting on its behalf. Although every effort has been made to ensure this presentation sets forth a fair and accurate view, we do not undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.