



AIM/ASX Code: WHE

27 March 2014

WILDHORSE ENERGY LIMITED
ISSUE OF SHARES, UNLISTED OPTIONS AND PERFORMANCE RIGHTS

Wildhorse Energy Limited (“**WHE**” or the “**Company**”) announces that 1,689,548 ordinary shares, 6,163,514 unlisted options exercisable at prices between \$0.12 and \$0.20, and 4,144,325 performance rights have been to non-Board level employees of and consultants to the Company as part payment of remuneration earned prior to 2013.

In addition, 1,000,000 ordinary shares have been issued to GMP Securities Europe LLP, in lieu of fees for the period ending 31 March 2014.

Application will be made to the Australian Securities Exchange (“**ASX**”) and the AIM market of the London Stock Exchange (“**AIM**”) for the new ordinary shares, which rank *pari passu* with the Company's existing issued ordinary shares, to be admitted to trading on both the ASX and AIM. Dealings on AIM are expected to commence at 8:00 a.m. on or around 2 April 2014. Following the issue of these shares, the Company's total issued ordinary share capital will be 406,095,959 ordinary shares.

NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT

The Company advises that the Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or 708A. By the Company giving this notice, a sale of the abovementioned securities will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies ASX under paragraph 708A(5)(e) of the Act that:

1. the Company issued the securities without disclosure to investors under Part 6D.2 of the Act;
2. as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and section 674 of the Act; and
3. as at the date of this notice, there is no information that is excluded information under section 708A(7) and (8) of the Act that has not already been disclosed to investors generally.

****ENDS****

For further information please visit www.wildhorse.com.au or contact:

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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

Name of entity

Wildhorse Energy Limited

ABN

98 117 085 748

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 | (1) Ordinary fully paid shares
(2) Unlisted Options
(3) Performance Rights |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (1) 2,689,548 Ordinary fully paid shares
(2) 6,163,514 Unlisted Options
(3) 4,144,325 Performance Rights |

+ See chapter 19 for defined terms.

<p>3 Principal terms of the +securities (eg, 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>	<p>(1) Ordinary fully paid shares</p> <p>(2) 6,163,514 unlisted Options comprising:</p> <ul style="list-style-type: none"> a. 1,721,173 unlisted Options exercisable at \$0.12 and expiring on 30 November 2016; b. 1,721,172 unlisted Options exercisable at \$0.16 and expiring on 30 November 2016; c. 1,721,169 unlisted Options exercisable at \$0.20 and expiring on 30 November 2016; and d. 1,000,000 unlisted Options exercisable at \$0.091 and expiring on 30 November 2016. <p>(3) 4,144,325 Performance Rights comprising:</p> <ul style="list-style-type: none"> a. 1,036,084 Performance rights vesting on 13 February 2013; b. 1,036,082 Performance rights vesting on 4 March 2013; c. 1,036,080 Performance rights vesting on 4 June 2013; and d. 1,036,079 Performance rights vesting on 4 September 2013.
<p>4 Do the +securities rank equally in all respects from the date of allotment 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>(1) New ordinary fully paid shares will rank equally with existing ordinary shares</p> <p>(2) New ordinary fully paid shares issued upon exercise of the unlisted Options will rank equally with existing Ordinary Shares</p> <p>(3) New ordinary fully paid shares issued upon vesting of the Performance Rights will rank equally with existing Ordinary Shares</p>
<p>5 Issue price or consideration</p>	<p>Nil</p>

6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	<p>(1) 1,689,548 ordinary shares issued as agreed consultant compensation pursuant to clauses 3.1(a) and 3.1(f) of the Amendment to Entrepreneurial Agreement dated 2 July 2012 entered into between the Company and Karnotit Korlatolt Felelossegu Tarsasag.</p> <p>1,000,000 ordinary shares issued to GMP Securities Europe LLP in lieu of fees for the period ending 31 March 2014.</p> <p>(2) Issued to key management personnel as employee compensation.</p> <p>(3) Issued to key management personnel pursuant to the Wildhorse Energy Employee Performance Rights Plan, renewed at the Annual General Meeting held on 28 November 2012</p>
6a	Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A? If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i	No
6b	The date the security holder resolution under rule 7.1A was passed	Not applicable
6c	Number of +securities issued without security holder approval under rule 7.1	<p>(1) 2,689,548 ordinary fully paid shares</p> <p>(2) 6,163,514 unlisted options</p> <p>(3) 4,144,325 Performance Rights</p>
6d	Number of +securities issued with security holder approval under rule 7.1A	Not applicable
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Not applicable

+ See chapter 19 for defined terms.

6f	Number of securities issued under an exception in rule 7.2	Not applicable	
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.	Not applicable	
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	Not applicable	
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	Refer to Annexure 1	
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	27 March 2014	
8	Number and +class of all +securities quoted on ASX (<i>including</i> the securities in section 2 if applicable)	Number	+Class
		406,095,959	Ordinary Shares

9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)

Number	+Class
2,200,000	Options \$0.50 exp 1/06/2014
2,200,000	Options \$0.60 exp 1/06/2014
4,600,000	Options \$0.70 exp 1/06/2014
2,000,000	Options \$0.225 exp 30/06/2014
1,333,333	Options \$0.30 exp 22/11/2014
1,333,334	Options \$0.40 exp 22/11/2014
333,340	Options \$0.50 exp 22/11/2014
1,666,663	Options \$0.60 exp 22/11/2014
333,330	Options \$0.70 exp 22/11/2014
666,667	Options \$0.50 exp 30/06/2015
666,667	Options \$0.60 exp 30/06/2015
666,666	Options \$0.70 exp 30/06/2015
604,819	Options £0.05 (approx. A\$0.077) exp 12/04/2014
604,820	Options £0.06 (approx. A\$0.0924) exp 12/04/2014
604,820	Options £0.07 (approx. A\$0.1078) exp on 12/04/2014
1,416,598	Options £0.05 (approx. A\$0.0802) exp 21/05/2014

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1,416,598	Options £0.06 (approx. A\$0.0963) exp 21/05/2014
1,416,600	Options £0.07 (approx. A\$0.1123) exp on 21/05/2014
1,721,173	Options \$0.12 exp 30/11/2016
1,721,172	Options \$0.16 exp 30/11/2016
1,721,169	Options \$0.20 exp 30/11/2016
1,000,000	Options \$0.091 exp 30/11/2016
1,036,084	Performance rights vesting on 13/02/2013
1,036,082	Performance rights vesting on 4/03/2013
1,036,080	Performance rights vesting on 4/06/2013
1,036,079	Performance rights vesting on 4/09/2013

- 10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

Part 2 - Bonus issue or 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?	Not applicable
17	Policy for deciding entitlements in relation to fractions	Not applicable
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	Not applicable
19	Closing date for receipt of acceptances or renunciations	Not applicable
20	Names of any underwriters	Not applicable
21	Amount of any underwriting fee or commission	Not applicable
22	Names of any brokers to the issue	Not applicable
23	Fee or commission payable to the broker to the issue	Not applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	Not applicable
25	If the issue is contingent on +security holders' approval, the date of the meeting	Not applicable
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	Not applicable

+ See chapter 19 for defined terms.

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|----|---|----------------|
| 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 | Not applicable |
| 28 | Date rights trading will begin (if applicable) | Not applicable |
| 29 | Date rights trading will end (if applicable) | Not applicable |
| 30 | How do ⁺ security holders sell their entitlements <i>in full</i> through a broker? | Not applicable |
| 31 | How do ⁺ security holders sell <i>part</i> of their entitlements through a broker and accept for the balance? | Not applicable |
| 32 | How do ⁺ security holders dispose of their entitlements (except by sale through a broker)? | Not applicable |
| 33 | ⁺ Despatch date | Not applicable |

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

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.

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4 We give ASX the information and documents required by this form. If any information or document not available now, 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: Date: 27 March 2014
Company Secretary

Print name: SOPHIE RAVEN
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Appendix 3B – Annexure 1

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

Introduced 01/08/12

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 date of issue or agreement to issue	403,058,774
<p>Add the following:</p> <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"> • <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> 	347,637 ordinary shares (issued on 8 April 2013)
Subtract the number of fully paid ordinary securities cancelled during that 12 month period	Nil
“A”	403,406,411

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Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	60,510,961
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><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> 	<p>2,689,548 ordinary fully paid shares</p> <p>6,163,514 Unlisted Options</p> <p>4,144,325 Performance Rights</p>
“C”	12,997,387
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
<p>“A” x 0.15</p> <p><i>Note: number must be same as shown in Step 2</i></p>	60,510,961
<p>Subtract “C”</p> <p><i>Note: number must be same as shown in Step 3</i></p>	12,997,387
<p>Total [“A” x 0.15] – “C”</p>	<p>47,513,574</p> <p><i>[Note: this is the remaining placement capacity under rule 7.1]</i></p>

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>	N/A
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	
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 	N/A
“E”	
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>	
Subtract “E” <i>Note: number must be same as shown in Step 3</i>	
Total [“A” x 0.10] – “E”	<i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.