

FACSIMILE**BELL GULLY**

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DATE 4 February 2013
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Substantial Securityholder Notice – L&M Energy Limited (LME)

Please see attached.

Yours faithfully
Bell Gully



Dean Alderton
Senior Associate

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Disclosure of movement of 1% or more in substantial holding or change in nature of relevant interest or both

Sections 23 and 24, Securities Markets Act 1988

Relevant event being disclosed: Change in nature of relevant interest

Date of relevant event: 31 January 2013 – 1 February 2013

To: NZX Limited

And: ASX Limited

And: L&M Energy Limited (**L&M Energy**)

And: The Takeovers Panel

Date this disclosure made: 4 February 2013

Date last disclosure made: 1 February 2013

Substantial security holder(s) giving disclosure

Name(s): New Dawn Energy Limited (**New Dawn Energy**)

Contact details: PO Box 36797
Merivale
Christchurch, 8146

Contact name for queries: Mr Geoff Loudon

Telephone number: +64 3 377 0045

Email: geoff@loudon.ws

Summary of substantial holding to which disclosure relates

Class of listed voting securities: Fully paid ordinary shares in L&M Energy

Summary for New Dawn Energy

For **this** disclosure,—

(a) total number held in class: 719,854,607

(b) total in class: 754,405,518

(c) total percentage held in class: 95.420%

For **last** disclosure,—

(a) total number held in class: 717,528,877

(b) total in class: 754,405,518

(c) total percentage held in class: 95.112%

Details of transactions and events giving rise to relevant event

On 21 November 2012, New Dawn Energy made a full cash takeover offer under the Takeovers Code to acquire all of the equity securities in L&M Energy (the **Offer**).

On 16 January 2013 New Dawn Energy declared the Offer unconditional.

The consideration for the Offer was paid by New Dawn Energy by cheque (sent by mail) or cleared funds (by electronic transfer) on 1 February 2013 to those L&M Energy shareholders in respect of whom valid acceptances had been received by New Dawn Energy between 25 January 2013 and 7.00p.m.(NZT) on 29 January 2013. New Dawn Energy received acceptances over this period in respect of 11,806,967 fully paid ordinary shares in L&M Energy. The payment of consideration by New Dawn Energy in respect of these shares resulted in a change to New Dawn Energy's relevant interest in those shares.

On 24 January 2013, New Dawn Energy sent a notice of compulsory acquisition under the Takeovers Code to L&M Energy shareholders who had not yet accepted the Offer. In accordance with the terms of that compulsory acquisition notice, shareholders were entitled to receive consideration of A\$0.06 per share for each share held in L&M Energy upon returning a completed instrument of transfer (the **Transfer Instrument**) to New Dawn Energy by 14 February 2013. On 1 February 2013 a number of L&M Energy shareholders returned Transfer Instruments, resulting in New Dawn Energy acquiring a relevant interest in a further 2,325,730 ordinary shares in L&M Energy for an aggregate price of A\$139,543.80 (reflecting the transfer price of A\$0.06 cents per share).

As at the time of filing this notice, New Dawn Energy has received acceptances under the Offer or Transfer Instruments in respect of, in aggregate, 719,854,607 fully paid ordinary shares in L&M Energy.

Details of relevant interests in substantial holding after relevant event

Details for New Dawn Energy

Nature of relevant interest(s): Registered holder and beneficial owner of securities.

For that relevant interest,—

- (a) number held in class: 701,735,155
- (b) percentage held in class: 93.018%
- (c) current registered holder(s) of securities: No change since last disclosure
- (d) registered holder(s) of securities once transfers registered: New Dawn Energy

Nature of relevant interest(s): Registered holder and beneficial owner of securities conditional on payment of the relevant consideration for the securities under the Offer. A copy of the Offer Document dated 21 November 2012 in relation to the Offer has been previously disclosed in a substantial security holder notice for New Dawn Energy dated 28 November 2012.

For that relevant interest,—

- (a) number held in class: 12,712,451
- (b) percentage held in class: 1.685%
- (c) current registered holder(s) of securities: No change since last disclosure
- (d) registered holder(s) of securities once transfers registered: New Dawn Energy

Nature of relevant interest(s): Registered holder and beneficial owner of securities conditional on payment of the relevant consideration for the securities under the terms of the Transfer Instrument. A copy of the Transfer Instrument dated 24 January 2013 has been previously disclosed in a compulsory acquisition notice dated 24 January 2013.

For that relevant interest,—

- (a) number held in class: 5,407,001
- (b) percentage held in class: 0.717%
- (c) current registered holder(s) of securities: No change since last disclosure
- (d) registered holder(s) of securities once transfers registered: New Dawn Energy

Additional information

Nature of connection between substantial security holders: N/A

Address(es) of substantial security holder(s): PO Box 36797, Merivale, Christchurch, 8146

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Securities Markets Act 1988 in relation to the securities to which this disclosure relates: N/A.

Declaration

I, Archibald Geoffrey Loudon, declare that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.



Archibald Geoffrey Loudon
Director
New Dawn Energy Limited