

11 December 2019

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

This notice is given by XCD Energy Limited (**XCD** or the **Company**) under section 708A(5)(e) of the Corporations Act (the **Act**) in relation to an issue of 152,000,000 fully paid ordinary shares in the Company (the **Placement**) at \$0.01 per Share to sophisticated investors pursuant to Tranche 2 of the capital raise announced on 23 October 2019 and 10,000,000 fully paid ordinary shares in the Company to an Adviser of the Company (**Adviser Shares**) at \$0.01 per Share as approved by shareholders at the Company's Annual General Meeting held on 29 November 2019 (resolution 10).

A completed Appendix 3B in respect of the issue of the new shares has been lodged today.

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

1. the Placement shares were issued without disclosure to investors under Part 6D.2 of the Act;
2. the Company is providing this notice under Section (5)(e) of the Act;
3. as at the date of this notice, the Company has complied with:
 - i. the provisions of Chapter 2M of the Act as they apply to the Company; and
 - ii. section 674 of the Act; and
4. as at the date of this notice, there is no information:
 - (a) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (b) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (ii) the rights and liabilities attaching to the shares.

For further information, please contact:

Dougal Ferguson
Managing Director
+61 (8) 9381 4975

For further information on XCD Energy, please visit the Company's website at www.xcdenergy.com

ASX CODE: XCD**www.xcdenergy.com****XCD Energy Limited**

ABN 43 108 403 425
Level 1, 35 Outram Street
WEST PERTH WA 6005, AUSTRALIA
T: +61 8 9381 4975 | E: info@xcdenergy.com