

# FACSIMILE

DATE: July 3, 2015

FACSIMILE NO: 011-61-2-9347-0005 and 011-61-8-9389-2199

FROM: Equity Group Investments, Chicago, IL USA

#/PAGES: 4 (including cover page)

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme Antares Energy Limited

ACN/ARSN 009 230 835

**1. Details of substantial holder (1)**

Name EGI-Fund (14-16) Investors, L.L.C.; Chai Trust Company, LLC; William Pate

ACN/ARSN (if applicable) Not applicable

The holder became a substantial holder on 2 July 2015

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary fully paid shares	13,005,000	13,005,000	5.3041%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
EGI-Fund (14-16) Investors, L.L.C.	Registered holder and beneficial holder	13,005,000 ordinary fully paid shares
Chai Trust Company, LLC	Managing Member of the registered holder (EGI-Fund (14-16) Investors, L.L.C.) with rights in relation to the voting power and dispositive power in the shares held by the registered holder (which rights are currently delegated to William Pate)	13,005,000 ordinary fully paid shares
William Pate	Member of the registered holder (EGI-Fund (14-16) Investors, L.L.C.) with rights in relation to the voting power and dispositive power in the shares held by the registered holder	13,005,000 ordinary fully paid shares

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
EGI-Fund (14-16) Investors, L.L.C.; Chai Trust Company, LLC; William Pate	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	13,005,000 ordinary fully paid shares

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
EGI-Fund (14-16) Investors, L.L.C.; Chai Trust Company, LLC; William Pate	See Annexure A	See Annexure A	Nil	See Annexure A

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

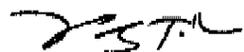
Name and ACN/ARSN (if applicable)	Nature of association
EGI-Fund (14-16) Investors, L.L.C.	Registered holder and beneficial holder
Chai Trust Company, LLC	Managing Member of the registered holder (EGI-Fund (14-16) Investors, L.L.C.) with rights in relation to the voting power and dispositive power in the shares held by the registered holder (which rights are currently delegated to William Pate)
William Pate	Member of the registered holder (EGI-Fund (14-16) Investors, L.L.C.) with rights in relation to the voting power and dispositive power in the shares held by the registered holder

**7. Addresses**

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

Name	Address
EGI-Fund (14-16) Investors, L.L.C.	2 N Riverside Plaza, Suite 600, Chicago IL 60606 USA
Chai Trust Company, LLC	2 N Riverside Plaza, Suite 600, Chicago IL 60606 USA
William Pate	2 N Riverside Plaza, Suite 600, Chicago IL 60606 USA

**Signature**

print name	Philip G. Tinkler	capacity	Vice President
sign here		date	03/07/2015

**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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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 contract, scheme or arrangement; and
  - (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.
- (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) Details of the consideration must include any and all benefits, moneys 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 of 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.

**ANNEXURE A**

This is Annexure A of 1 page referred to in  
 FORM 603 NOTICE OF INITIAL SUBSTANTIAL HOLDER – EGI-Fund (14-16) Investors, L.L.C., Chai Trust Company, LLC and William Pate

**5. CONSIDERATION**

<b>Date of Acquisition</b>	<b>Consideration Cash (AUD)</b>	<b>Class and number of securities</b>
17/11/2014	\$38,000.00	100,000
14/11/2014	\$191,900.00	500,000
30/10/2014	\$85,521.00	196,600
29/10/2014	\$90,289.26	203,400
24/10/2014	\$86,500.00	200,000
23/10/2014	\$37,839.56	85,999
22/10/2014	\$108,750.00	250,000
21/10/2014	\$117,282.93	271,614
10/10/2014	\$396,140.03	810,268
9/10/2014	\$125,639.00	251,278
8/10/2014	\$126,250.00	250,000
7/10/2014	\$149,241.20	293,032
6/10/2014	\$8,124.81	15,931
3/10/2014	\$255,000.00	500,000
2/10/2014	\$3,466.98	6,798
1/10/2014	\$144,926.99	278,974
29/09/2014	\$1,663.48	3,199
15/07/2014	\$2,738.61	4,347
11/07/2014	\$500,642.54	750,476
10/07/2014	\$1,805,441.41	2,860,785
9/07/2014	\$1,963,129.99	3,159,205
8/07/2014	\$830,058.75	1,008,094
2/07/2015	\$114,570.00	1,005,000