

# Form 604

## Corporations Act 2001 Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme Neon Energy Limited (NEN)

ACN/ARSN 002 796 974

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

Name Evoworld Corporation Pty Ltd (Evoworld) and associated entities and persons listed in Annexure A

ACN/ARSN (if applicable) 601 545 742

There was a change in the interests of the substantial holder on 01/04/15

The previous notice was given to the company on 27 / 3 / 15

The previous notice was dated 27 / 3 / 15

#### 2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4)                      | Previous notice |                  | Present notice |                  |
|--|-----------------|------------------|----------------|------------------|
|  | Person's votes  | Voting power (5) | Person's votes | Voting power (5) |
| Ordinary fully paid shares (Ordinary Shares) | 175,247,370     | 31.6881          | 187,935,078    | 33.9823          |

#### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6)  | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|--|---|---|---|-------------------------|
| 26/03/15       | Evoworld Corporation Pty Ltd           | Acquisition of relevant interest in NEN shares pursuant to contracts arising as a result of acceptances (Acceptances) of the offer made by Evoworld to acquire NEN shares as set out in the Bidder's Statement dated 12 February 2015, (Offer).<br><br>The power of Evoworld to vote or dispose of the shares the subject of the Acceptances is qualified as the Offer has not been declared unconditional and Evoworld is not presently registered as the holder of the shares the subject of the Acceptances. | \$0.038 for every one NEN shares              | 12,687,708 Ordinary Shares              | 12,687,708              |
|                |  |   |   |   |                         |

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest  | Registered holder of securities                      | Person entitled to be registered as holder (8)  | Nature of relevant interest (6)   | Class and number of securities | Person's votes |
|------------------------------|--|---|---|--------------------------------|----------------|
| Evoworld Corporation Pty Ltd | Various NEN shareholders who have accepted the Offer | Evoworld Corporation Pty Ltd (subject to the contracts referred to in item 3. "Changes in relevant interests" above | Relevant interest under section 608(1) and 608(8) of the Corporations Act 2001 (Cth) pursuant to the Acceptances of the Offer.<br><br>The power of Evoworld to vote or dispose of the shares the subject of the Acceptances is qualified as the Offer has not been declared unconditional and Evoworld is not presently registered as the holder of the shares the subject of the Acceptances | 77,382,812 Ordinary Shares     | 77,382,812     |
| Evoworld Corporation Pty Ltd | Evoworld Corporation Pty Ltd                         | Evoworld Corporation Pty Ltd  | Relevant interest under section 608(1)(a) of the Corporations Act 2001 (Cth) ( <b>Act</b> ) arising from being the registered holder of the securities  | 110,552,266 Ordinary Shares    | 110,552,266    |

#### 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
|                                   |                       |
|                                   |                       |

#### 6. Addresses

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

| Name  | Address                                  |
|---|--|
| Evoworld Corporation Pty Ltd ACN 601 545 742          | 33 Yilgarn Street, Shenton Park, WA 6008 |
| P&L Capital Investments Pty Ltd ACN 127 446 904       | 51 Moray Avenue, Floreat, WA 6014        |
| Quicksilver Asset Pty Ltd ACN 106 986 261             | 51 Moray Avenue, Floreat, WA 6014        |
| Old Blood and Guts Pty Ltd ACN 122 608 360            | 232 Broome Street, Cottesloe, WA 6011    |
| Peter Aristide George Pynes                           | 51 Moray Avenue, Floreat, WA 6014        |
| Lara Olimpia Pynes                                    | 51 Moray Avenue, Floreat, WA 6014        |
| Timothy Arthur Kestell                                | 232 Broome Street, Cottesloe, WA 6011    |
| Ross Campbell Williams ATF The Williams Trading Trust | 89 Gwentyfred Road, Kensington, WA 6151  |
| Ross Campbell Williams                                | 89 Gwentyfred Road, Kensington, WA 6151  |

#### Signature

print name

Peter Pynes

capacity

Director

sign here



date 01/ 04 / 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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(6) Include details of:

- (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.

- (7) Details of the consideration must include any and all benefits, money 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.
  - (8) If the substantial holder is unable to determine the identify of the person (eg. if the relevant interest arises because of an option) write "unknown".
  - (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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**Annexure A of Form 604**  
**Associated Entities and Persons of Evoworld Corporation Pty Ltd**

|   |
|---|
| P&L Capital Investments Pty Ltd ACN 127 446 904 ( <b>P&amp;L</b> )        |
| Quicksilver Asset Pty Ltd ACN 106 986 261 ( <b>Quicksilver</b> )          |
| Old Blood and Guts Pty Ltd ACN 122 608 360 ( <b>OB&amp;G</b> )            |
| Peter Aristide George Pynes   |
| Lara Olimpia Pynes  |
| Timothy Arthur Kestell  |
| Ross Campbell Williams ATF The Williams Trading Trust (the <b>Trust</b> ) |
| Ross Campbell Williams  |

Each of:

1. Evoworld and its directors, Mr Pynes, Mr Kestell, Mr Williams and its shareholders, P&L, OB&G and the Trust;
2. P&L and its directors and shareholders, Mr Pynes and Mrs Pynes;
3. Quicksilver and its director and shareholder, Mrs Pynes; and
4. OB&G and its director and shareholder, Mr Kestell,

are associates of each other by virtue of section 12(2)(c) of the Act arising from each of these parties acting together in respect of Evoworld making the off-market takeover bid for 50% of the shares in the Company at a cash price of \$0.038 per share.