



Tlou Energy Limited
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6 June 2018

The Company Announcements Officer
Australian Securities and Exchange Limited
Exchange Centre
Level 4
20 Bridge Street
SYDNEY NSW 2000

NOTIFICATION UNDER SECTION 708AA(2)(F) OF THE CORPORATIONS ACT 2001

Tlou Energy Limited (**Tlou Energy**) (ASX:TOU) gives this notice under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) ("**Corporations Act**") as notionally modified by the ASIC Corporations Instruments 2016/84 and 2016/73 ("**ASIC Instruments**").

Tlou Energy has today announced a non-renounceable pro rata entitlement offer of 1 new fully paid ordinary shares in Tlou Energy ("**New Shares**") for every 6 Tlou Energy shares held at 7:00pm (AEST) on Friday, 15 June 2018 by shareholders in Tlou Energy ("**Shareholders**") with a registered address in Australia, New Zealand, the UK and any other jurisdiction Tlou Energy has otherwise determined (in its absolute discretion) is eligible to participate in the offer ("**Entitlement Offer**"). Eligible Holders will also be entitled to apply for any New Shares not subscribed for by other Eligible Holders pursuant to a shortfall facility (**Excess Application Facility**).

Tlou Energy advises that:

1. the New Shares will be offered without disclosure to investors under Part 6D.2 of the Corporations Act as notionally modified by the ASIC Instruments;
2. this notice is given under section 708AA(2)(f) of the Corporations Act as notionally modified by the ASIC Instruments
3. as at the date of this notice, Tlou Energy has complied with:
 - (a) the provisions of Chapter 2M of the Corporations Act as they apply to TOU; and
 - (b) section 674 of the Corporations Act;
4. as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act, to be disclosed under section 708AA(7) of the Corporations Act as notionally modified by the ASIC Instruments;
5. the potential effect that the issue of New Shares will have on the control of Tlou Energy, and the consequences of that effect, will depend on a number of factors, including investor demand. However as the Corporations Act prohibits any person (including the Underwriters or any sub-underwriter) acquiring New Shares pursuant to the Offer or Excess Application Facility if to do so would result in their, or another person's, voting power in Tlou Energy increasing from 20% or below to more than 20%, and in light of the size of the Entitlement

Offer, and the structure of the Entitlement Offer as a pro-rata issue, the Entitlement Offer is not expected to have any effect or consequence on the control of Tlou Energy;

Further details regarding the Entitlement Offer are set out in the Announcement to the market accompanying this Notice as well as in the Offer Booklet that has been lodged with ASX today and which will be mailed to all eligible shareholders on or about Wednesday, 20 June 2018.

If all shareholders eligible to participate in the Entitlement Offer take up their entitlement to New Shares under the Entitlement Offer, there will be no significant effect on the control of Tlou Energy.

However, to the extent that any eligible shareholder fails to take up their entitlement to New Shares under the Entitlement Offer, that shareholder's percentage holding in Tlou Energy will be diluted by those other shareholders who take up some or all of their entitlement.



Yours Faithfully
Tlou Energy Ltd

Solomon Rowland
Company Secretary