



1 May 2017

Company Announcements Platform  
Australian Securities Exchange  
Level 4  
20 Bridge Street  
SYDNEY NSW 2000

**By Electronic Lodgement**

Dear Sir/Madam

**LETTERS TO SHAREHOLDERS**

The attached letters to Marenica Energy Limited eligible and ineligible shareholders were dispatched today in relation to the pro rata non-renounceable entitlement issue announced on 12 April 2017 on the basis of 1 fully paid ordinary share in the capital of the Company for every 6.2 fully paid ordinary shares in the capital of the Company held to raise approximately \$751,865.

Yours sincerely

**Susan Hunter**  
Company Secretary



1 May 2017

Dear Shareholder

### **MARENICA ENERGY LIMITED – PRO-RATA NON-RENOUNCEABLE RIGHTS ISSUE**

As announced on 12 April 2017, Marenica Energy Limited (ACN 001 666 600) (**Company**) is undertaking a pro rata non-renounceable entitlement issue (**Rights Issue**) on the basis of 1 fully paid ordinary share in the capital of the Company (**New Share**) for every 6.2 fully paid ordinary shares in the capital of the Company (**Shares**) held to raise approximately \$751,865 (**Offer**). The price of New Shares under the Offer is \$0.13 each (**Issue Price**). The Company lodged an offer document for the Offer (**Offer Document**) with ASX on 28 April 2017.

The Offer is not underwritten.

The funds raised from the Offer are planned to be used in accordance with the table set out below:

<b>Item</b>	<b>Proceeds of the Offer</b>	<b>Full Subscription</b>	<b>%</b>
1.	Interest payable to Hanlong <sup>1</sup>	\$78,541	10.4%
2.	Targeting new commercialisation transactions	\$325,000	43.2%
3.	Complete patent applications	\$50,000	6.6%
4.	Outstanding creditors	\$110,000	14.6%
5.	Expenses of the Offer	\$30,000	4.0%
6.	Working capital <sup>2</sup>	\$158,324	21.1%
	<b>Total</b>	<b>\$751,865</b>	<b>100%</b>

**Notes:**

1. The amount of funds raised will include a total of \$78,541 due to offsets against interest payable by the Company to Hanlong Energy Limited under a funding deed (detailed in the Offer Document). The Company has agreed to offset Hanlong Energy Limited's Entitlement totalling \$78,541). The effect will be that the total funds raised will be reduced to \$673,324 (before costs). For further details, refer to Section 4.3 of the Offer Document.
2. Funds allocated to working capital will be used towards corporate administration and operating costs.

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00pm (WST) on 3 May 2017, whose registered address is in Australia, New Zealand, Singapore, Germany, China and Hong Kong.

Eligible Shareholders are also invited to apply for Shortfall under the Offer (**Shortfall Shares**).

New Shares will rank equally with all Shares already on issue.

Following completion of the Offer, the Company will have issued approximately 5,783,575 New Shares resulting in total Shares on issue of approximately 41,641,737.

A copy of the Offer Document is available on ASX's and the Company's website. Eligible Shareholders will be mailed an Offer Document together with an Entitlement and Acceptance Form no later than 8 May 2017. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Offer Document.

For the purposes of calculating each Eligible Shareholders' entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Shares.

### **Actions required of Eligible Shareholders**

There are a number of actions Eligible Shareholders may take:

- You may wish to accept all of your rights to subscribe for New Shares pursuant to the Offer Document (**Entitlement**). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Advanced Share Registry Services Pty Ltd (**Share Registry**) by no later than 5:00pm (WST) on 29 May 2017, by completing and returning your Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the amount indicated on the Entitlement and Acceptance Form OR making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form.
- You may wish to accept all of your Entitlement and apply for additional Shares to be issued from the shortfall pool by following the instructions on your Entitlement and Acceptance Form (**Shortfall**). To take up all of your Entitlement and apply for Shortfall you will need to ensure your application money for your Entitlements and Shortfall you wish to apply for is received by the Share Registry by no later than 5:00pm (WST) on 29 May 2017, by completing and returning your Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the appropriate application monies OR making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form (at \$0.13 per New Share). The Company reserves the right to issue additional Shares at its absolute discretion.
- You may wish to accept part of your Entitlement. To take up part of your Entitlement you will need to ensure your application money for the Entitlements you wish to take up is received by the Share Registry by no later than 5:00pm (WST) on 29 May 2017, by completing and returning your Entitlement and Acceptance Form by filling in the number of New Shares you wish to accept in the space provided on the Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the appropriate application monies OR making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form (at \$0.13 per New Share).

- You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

#### Key dates for the Offer

Event	Proposed Date
Announcement of Rights Issue	12 April 2017
Lodgement of Offer Document and Appendix 3B with ASX Notice sent to Optionholders	28 April 2017
Notice sent to Shareholders	1 May 2017
Ex date	2 May 2017
Record Date for determining Entitlements	3 May 2017
Despatch of Offer Document to Eligible Shareholders, Company announces this has been completed and Offer Opening Date	8 May 2017
Last day to extend the Offer Closing Date	24 May 2017
Closing Date*	29 May 2017
Shares quoted on a deferred settlement basis.	30 May 2017
ASX notified of under subscriptions	1 June 2017
Issue date/Shares entered into Shareholders' security holdings	2 June 2017
Quotation of Shares issued under the Offer*	5 June 2017

\*The Directors may extend the Closing Date by giving at least 3 Business Days' notice to ASX prior to the Closing Date. As such the date the Shares are expected to commence trading on ASX may vary.

If you have any queries concerning the Rights Issue, or the action you are required to take to subscribe for New Shares, please contact your financial adviser or the Company Secretary, on +61 8 6555 1816.

Yours sincerely



**Susan Hunter**  
Company Secretary



1 May 2017

Dear Shareholder

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### **Ineligible shareholders**

A Shareholder who has a registered address outside Australia, New Zealand, Singapore, Germany, China and Hong Kong (**Ineligible Shareholder**) will not be eligible to participate in the Offer.

You are not eligible to participate in the Offer and you will not be sent a copy of the Offer Document. This decision has been made pursuant to Listing Rule 7.7.1(a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia, New Zealand, Singapore, Germany, China and Hong Kong compared with the small number of Ineligible Shareholders and the number and value of New Shares to which they would otherwise be entitled.

If you have any queries concerning the Rights Issue, please contact your financial adviser or the Company Secretary, on +61 8 6555 1816.

Yours sincerely

A handwritten signature in black ink, appearing to read 'S. Hunter', followed by a period.

**Susan Hunter**  
**Company Secretary**