29 April 2019

ASX Announcement:

1 for 2 Non-Renounceable Entitlement Offer

Cleansing Notice under section 708AA(2)(f) of the Corporations Act 2001

Gas2Grid Limited (**Company**) is to undertake a non-renounceable entitlement offer of approximately 572,204,538 ordinary shares to its shareholders on the basis of an entitlement to subscribe for 1 ordinary share (**New Share**) for every 2 shares held as at the record date of 7pm (Sydney time) on 2 May 2019 with each such share being issued at an issue price of $0.003 to raise a total of approximately $1.717 million (before transaction costs) (**Entitlement Offer**).

The Company states, in compliance with the requirements of section 708AA(7) of the *Corporations Act 2001* (**Act**), as notionally modified by ASIC Corporations (Non-Traditional Rights Issues Instrument 2016/84) (**ASIC Modification Instrument**), that it will offer the shares for issue without disclosure to investors under Part 6D.2 of the Act.

The Company advises that:

(a) the Company will offer the New Shares under the Offer without disclosure to investors under Part 6D.2 of the Act;

(b) this notice is being given under section 708AA(2)(f) of the Act as modified by the ASIC Modification Instrument; and

(c) as at the date of this notice, the Company has complied with:

(1) the provisions of Chapter 2M of the Act as they apply to the Company;

(2) section 674 of the Act; and

(d) as at the date of this notice there is no "excluded information" within the meaning of sections 708AA(8) and 708AA(9) of the Act.

The Directors note that the Offer is not underwritten.

The potential effects of the Offer on control of the Company is set out in the tables in the Annexure A to this notice.

Terms and expressions used and undefined in this notice but defined in the Act have the same meaning as given to them in the Act.

Dennis Morton
Managing Director
Gas2Grid Limited

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Annexure A

The following tables set out the possible effects of the Offer on the voting power of the 4 substantial shareholders of the Company, depending on whether or not they take up their Entitlements under the Offer. Each table provides for completion of the Offer under 3 scenarios regarding the level of shortfall in take up of Entitlements by shareholders. In each instance, the number of actual New Shares issued is subject to rounding for fractional entitlements.

Table 1 – DJ Morton takes up full Entitlements

Voting Power	Current		100% Shortfall		50% Shortfall		No Shortfall	
	Shares	Voting Power %	Shares	Voting Power %	Shares	Voting Power %	Shares	Voting Power %
DJ Morton and associates	180,288,187	15.75	241,030,222	20.00	270,432,281	18.33	270,432,281	15.75
PWVM Sam Yue and associates	129,590,999	11.32	129,590,999	10.75	161,988,749	10.98	194,386,499	11.32
DA Munns and associates[1]	60,762,973	5.31	60,762,973	5.04	60,762,973	4.12	60,762,973	3.54
DW Reeder	59,772,618	5.22	59,772,618	4.96	74,715,773	5.06	89,658,927	5.22
Remaining Shareholders	713,994,299	62.39	713,994,299	59.25	907,683,617	61.51	1,101,372,935	64.16
Total	**1,144,409,076**	**100.00**	**1,205,151,111**	**100.00**	**1,475,583,392**	**100.00**	**1,716,613,614**	**100.00**

Table 2 – PWVM Sam Yue takes up full Entitlements								
Voting Power	**Current**		**100% Shortfall**		**50% Shortfall**		**No Shortfall**	
	Shares	Voting Power %	Shares	Voting Power %	Shares	Voting Power %	Shares	Voting Power %
DJ Morton and associates	180,288,187	15.75	180,288,187	14.96	225,360,234	15.27	270,432,281	15.75
PWVM Sam Yue and associates	129,590,999	11.32	194,386,499	16.13	194,386,499	13.17	194,386,499	11.32
DA Munns and associates[1]	60,762,973	5.31	60,762,973	5.04	60,762,973	4.12	60,762,973	3.54
DW Reeder	59,772,618	5.22	59,772,618	4.96	74,715,773	5.06	89,658,927	5.22
Remaining Shareholders	713,994,299	62.39	713,994,299	59.25	907,683,617	61.51	1,101,372,935	64.16
Total	**1,144,409,076**	**100.00**	**1,209,204,576**	**100.34**	**1,462,909,095**	**99.14**	**1,716,613,614**	**100.00**

Table 3 – Top four Shareholders take up their Entitlements								
Voting Power	**Current**		**100% Shortfall**		**50% Shortfall**		**No Shortfall**	
	Shares	Voting Power %	Shares	Voting Power %	Shares	Voting Power %	Shares	Voting Power %
DJ Morton and associates	180,288,187	15.75	264,700,674	20.00	270,432,281	17.76	270,432,281	15.75
PWVM Sam Yue and associates	129,590,999	11.32	194,386,499	14.69	194,386,499	12.76	194,386,499	11.32
DA Munns and associates[1]	60,762,973	5.31	60,762,973	4.59	60,762,973	3.99	60,762,973	3.54
DW Reeder	59,772,618	5.22	89,658,927	6.77	89,658,927	5.89	89,658,927	5.22
Remaining Shareholders	713,994,299	62.39	713,994,299	53.95	907,683,617	59.60	1,101,372,935	64.16
Total	**1,144,409,076**	**100.00**	**1,323,503,372**	**100.00**	**1,522,924,296**	**100.00**	**1,716,613,614**	**100.00**

[1] DA Munns and his associates are Ineligible Shareholders and therefore have no Entitlement under the Offer.