

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme Avira Energy Limited

ACN/ARSN 131 715 645

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

Name Armstrong Industries HK Limited

ACN/ARSN (if applicable) N/A

The holder became a substantial holder on 26 / 7 / 2017

### 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	Persons' votes (5)	Voting power (6)
Fully paid ordinary shares	1,612,500	1,612,500	2.91% (based on 55,506,640 ordinary share on issue)
Fully paid preference shares	27,021,655	27,021,655 if the preference shares listed below are converted into ordinary shares	34.69% (based on 28,634,155/62,528,295 if all the preference shares were converted into voting ordinary shares)

### 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
Armstrong Industries HK Limited	Direct Interest	1,612,500 fully paid ordinary shares
Armstrong Industries HK Limited	Direct Interest	8,839,835 fully paid preference shares
Cloud Adventurer Limited	Indirect Interest	9,090,910 fully paid preference shares
Marvel Network Limited	Indirect Interest	9,090,910 fully paid preference 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
Armstrong Industries HK Limited	Armstrong Industries HK Limited	Armstrong Industries HK Limited	1,612,500 fully paid ordinary shares
Armstrong Industries HK Limited	Armstrong Industries HK Limited	Armstrong Industries HK Limited	8,839,835 fully paid preference shares
Cloud Adventurer Limited	Cloud Adventurer Limited	Cloud Adventurer Limited	9,090,910 fully paid preference shares
Marvel Network Limited	Marvel Network Limited	Marvel Network Limited	9,090,910 fully paid preference 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	
Armstrong Industries HK Limited	30/6/2011-14/12/2012	Various placement prices	-	15,450,000 fully paid ordinary shares converted to 1,545,000 fully paid ordinary shares post 10:1 share consolidation on 6/12/2016
Armstrong Industries HK Limited	27/11/2015	-	Off Market Transfer	675,000 fully paid ordinary shares converted into 67,500 fully paid ordinary shares post 10:1 share consolidation on 6/12/2016
Armstrong Industries HK Limited	26/9/2017	-	\$1,500,000 Convertible Note plus interest owing converted into preference shares.	8,839,835 fully paid preference shares (see Notice of meeting for general meeting held on 26 Sept 2017)

Cloud Adventurer Limited	16/9/2016	-	\$3,000,000 (\$3,000,000 Convertible Notes Converted into preference shares)	90,909,091 fully paid preference shares issued converted into 9,090,910 fully paid preference shares post 10:1 share consolidation on 6/12/2016 (See Notice of Meeting for general meeting held on 16 Sept 2016)
Marvel Network Limited	16/9/2016	-	\$3,000,000 (\$3,000,000 Convertible Notes Converted into preference shares)	90,909,091 fully paid preference shares issued converted into 9,090,910 fully paid preference shares post 10:1 share consolidation on 6/12/2016 (See Notice of Meeting for general meeting held on 16 Sept 2016)

## 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
Cloud Adventurer Limited	Alex Cheung is a Director of Armstrong Industries HK Limited as well as being a substantial shareholder of Cloud Adventurer Limited.
Marvel Network Limited	Alex Cheung is a Director of Armstrong Industries HK Limited as well as being a substantial shareholder of Marvel Network Limited.


## 7. Addresses

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

Name	Address
Armstrong Industries HK Limited	4/F VC house, 4-6 on Lan Street, Central, Hong Kong
Cloud Adventurer Limited	C/O 4/F VC house, 4-6 on Lan Street, Central, Hong Kong
Marvel Network Limited	C/O 4/F VC house, 4-6 on Lan Street, Central, Hong Kong

## Signature

print name Alex Cheung capacity : Director

sign here  date 26 / 7 /2017

## 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, 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.