

Form **604**
Corporations Act
671B

Notice of change in interests of substantial holder

To: Company Name/Scheme: **BYRON ENERGY LIMITED (ASX : BYE)**

ABN 88 113 436 141

1. Details of substantial holder⁽¹⁾

Name	ABN
KEYBRIDGE CAPITAL LIMITED (ASX : KBC)	16 088 267 190

There was a change in the interests of the substantial holders on: 25 July 2019¹
 The previous notice was given to the company on: 31 October 2018²
 The previous notice was dated: 31 October 2018

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 Shares	37,897,000 ³	5.53%	50,333,383 ¹	7.14% ¹
Based on BYE's total issued fully paid ordinary and voting shares	684,987,034 ⁴		705,373,417 ⁵	

3. Changes in relevant interests¹

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 or scheme 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
				Ordinary shares	
25-Sep-18	KBC	Issue of BYE shares to MEL upon conversion of convertible notes	Nil cash consideration	3,766,479	3,766,479
26-Feb-19		Issue of BYE shares to MEL upon conversion of convertible notes	Nil cash consideration	4,669,904	4,669,904
16-May-19		On-market disposal of BYE shares by MEL	\$1,680,000	(6,000,000)	(6,000,000)
25-Jul-19		Issue of BYE shares to MEL upon exercise of options	\$2,500,000	10,000,000	10,000,000
TOTAL				12,436,383	12,436,383

1 Refer MEL's ASX Announcement dated 26 July 2019: Change of Substantial Shareholder Notice for BYE

2 Refer KBC's ASX Announcement dated 31 October 2018: Initial Substantial Shareholder Notice for BYE

3 Refer MEL's ASX Announcement dated 3 October 2017: Becoming a Substantial Holder for BYE

4 As at 30 June 2018, per BYE 2018 Annual Report released on ASX on 15 October 2018

5 As at 25 July 2019; per BYE's ASX Announcement dated 25 July 2019: Appendix 3B and Section 708A Notice

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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
				Ordinary shares	
KBC	MEL	MEL	Registered and beneficial owner of shares	50,333,383	50,333,383
KBC	MEL	MEL	KBC is taken under section 608(3)(a) of the Corporations Act to have a relevant interest in securities in which MEL has a relevant interest by reason of having greater than 20% ⁶ voting power (ie. shareholdings) in MEL	50,333,383	50,333,383

5. Changes in association

The persons who have become associates⁽²⁾ of, ceased to be associates of, or have change 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
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6. Addresses

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

Name	Address
Keybridge Capital Limited (ASX:KBC)	Suite 614, Level 6, 370 St Kilda Road, Melbourne, Victoria 3004
Metgasco Limited ABN 24 088 196 383 (ASX:MEL)	Level 12, 680 George Street, Sydney, New South Wales 2000
Byron Energy Limited ABN 88 113 436 141 (ASX:BYE)	Level 4, 480 Collins Street, Melbourne, Victoria 3000

Signature

sign here



capacity COMPANY SECRETARY

print name VICTOR HO

date 30 July 2019

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.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act.
- (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 Refer KBC's ASX Announcements dated 25 July 2019: Change of Substantial Shareholder Notice for MEL

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- (6) Include details of:
- (a) any relevant agreement or other circumstance 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.
- (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 identity 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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