

21 November 2019

Dear Shareholder

NON-RENOUCEABLE ENTITLEMENT OFFER

Byron Energy Limited (**Byron** or the **Company**) announced on 15 November 2019 a placement of 54 million shares to sophisticated and professional investors, together with an underwritten non-renounceable entitlement offer (**Entitlement Offer**) to raise approximately \$25.9 million before costs.

The net proceeds of the Entitlement Offer and the Placement will be used primarily to fund Byron's ongoing exploration and development programme in the SM71 and SM58 fields in the Gulf of Mexico, USA (\$18.9 million), to repay short term loans from directors (est \$5.5 million) and to fund issue costs (est \$1.5 million).

Holders of options that are exercisable, may exercise their options before the Record Date to participate in the Entitlement Offer. Option holders have been given notice of this right.

Details of the Entitlement Offer are set out in the Offer Document that has been lodged with ASX. The Offer Document is available on the ASX's website (www.asx.com.au) and on Byron's website (www.byronenergy.com.au). Byron will shortly dispatch a copy of the Offer Document and a personalised Entitlement and Acceptance Form to Eligible Shareholders on the share register as at the Record Date.

The key information of the Entitlement Offer is also summarised below.

Summary of key information

Type of offer	Non-renounceable pro-rata entitlement offer of 42,074,138 New Shares to Shareholders with a registered address in Australia, New Zealand, United Kingdom, Hong Kong and Singapore on the Record Date (Eligible Shareholders) to raise approximately \$11.4 million
Offer price	\$0.27
Offer ratio	Eligible Shareholders will be able to subscribe for 1 new fully paid ordinary share (New Share) for every 18 shares held on the Record Date
Record Date	7.00pm (Sydney time) on 25 November 2019
Non-renounceable	As the Entitlement Offer is non-renounceable, Eligible Shareholders cannot trade their entitlements. Any New Shares not taken will form part of the shortfall and can be applied for by Eligible Shareholders as part of the Top-Up Offer or subscribed for by the Underwriter or its nominee.
Underwriting	The Entitlement Offer is fully underwritten by Bell Potter Securities Ltd.
Ranking of New Shares	The New Shares will be fully paid and will rank equally in all respects with Byron's existing issued fully paid ordinary shares
Quotation	Byron applied for quotation of the New Shares on the date of the announcement of the Entitlement Offer.

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Please note that the Byron's shares will be quoted on an 'ex' basis from 22 November 2019, and therefore any Byron shares bought on market on or after this date will not be entitled to participate in the Entitlement Offer.

The indicative timetable for the Entitlement Offer is as follows:

Event	Date
Notice of Entitlement Offer sent to all Shareholders	21 November 2019
Ex-Date: the date on which Shares commence trading without entitlement to participate in the Entitlement Offer	22 November 2019
Record Date (7:00pm Sydney time)	25 November 2019
Dispatch of Offer Document and Application Form to Eligible Shareholders	28 November 2019
Closing Date (5:00pm Sydney time)	11 December 2019
New Shares quoted on deferred settlement basis	12 December 2019
Shortfall Shares notification to ASX	12 December 2019
New Shares issued and allotted	18 December 2019
Expected despatch of Holding Statements and normal ASX trading in Shares commences	19 December 2019

All the dates and times are indicative only. Subject to compliance with the ASX Listing Rules, Byron reserves the right to: (i) not proceed with the Entitlement Offer and return any application money received without interest; or (ii) vary the dates and times above including closing the Entitlement Offer earlier or later. All times are references to Sydney time.

If you have any queries about the Entitlement Offer, please contact either Byron's Share Registry, Boardroom Pty Ltd, on 1300 737 760 or the Company Secretary, Mr Nick Filipovic on (03) 8610 6582.

Yours sincerely,



Nick Filipovic
Company Secretary

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