



Market Announcement Platform  
ASX Limited  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

30 March 2021

### TAKEOVER BID FOR EBONY ENERGY - COMPULSORY ACQUISITION NOTICE

The Board of Hexagon Energy Materials Limited (ASX:HXG) (**Hexagon**) refers to the off-market takeover bid under Chapter 6 of the *Corporations Act 2001 (Cth)* (**Corporations Act**) by Hexagon for all of the fully paid ordinary shares in Ebony Energy Limited (ACN 149 240 657) (**Ebony**) (**Offer**).

The Offer closed at 5pm (WST) on 26 March 2021.

The Company has a relevant interest in 99.57% of Ebony shares and is entitled to proceed to compulsory acquisition of the remaining Ebony shares in respect of which it has not received acceptances under the Offer.

A copy of the notice of compulsory acquisition has been lodged with the Australian Securities and Investment Commission today and notices of compulsory acquisition and related correspondence will be dispatched to all Ebony shareholders as required under the Corporations Act.

A copy of the notice of compulsory acquisition is attached together with a sample copy of the correspondence.

This announcement has been authorised by the Company Secretary.

For and on behalf of the Board of Hexagon.

A handwritten signature in black ink, appearing to read "Rowan Caren".

Rowan Caren

Company Secretary

**ENDS**

**HEXAGON ENERGY MATERIALS LIMITED**

Australian Business Number (ABN) 27 099 098 192

Registered Office: Suite 3, 7 Kintail Road, Applecross, Western Australia 6153

t: (+61 8) 6244 0349 e: info@hxgenenergymaterials.com.au w: hxgenenergymaterials.com.au

30 March 2021

Dear Ebony shareholders

## TAKEOVER BID FOR EBONY ENERGY LIMITED - COMPULSORY ACQUISITION

As you are aware from recent correspondence, on 21 December 2020 Hexagon Energy Materials Limited (ACN 099 098 192) (**Hexagon**) announced an off-market takeover offer for all of the ordinary shares in Ebony Energy Limited (ACN 149 240 657) (**Ebony**) (**Offer**). The Offer was contained in a bidder's statement dated 16 February 2021 (as supplemented on 26 February 2021) (**Bidder's Statement**).

Capitalised terms used in this letter have the same meaning as in the Bidder's Statement unless otherwise defined.

The Offer closed at 5pm (WST) on 26 March 2021.

At the end of the Offer Period, Hexagon had a relevant interest in more than 90% of the shares in Ebony, having received acceptances totalling 99.57%.

As such, Hexagon intends to exercise its right to compulsorily acquire the remaining Ebony Energy Shares in which Hexagon does not have a relevant interest under the compulsory acquisition provisions of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The compulsory acquisition will be on the same terms as the Offer (i.e. consideration of 1 Hexagon Share for every 1.32 Ebony Energy Shares).

As you did not accept the Offer before the closing time for the Offer noted above, your Ebony Energy Shares will be subject to the compulsory acquisition process.

Pursuant to sections 11.10 and 12.7 of the Bidder's Statement, if you are a Foreign Ebony Energy Shareholder or an Unmarketable Parcel Shareholder, proceeds will be payable in the form of a cheque from Hexagon payable in Australian dollars. All other Ebony Energy Shareholders whose shares are compulsorily acquired will receive Hexagon Shares.

Subject to the Corporations Act, this is expected to occur around 5 to 6 weeks after the date of this letter.

Enclosed is a compulsory acquisition notice in relation to your Ebony Energy Shares which sets out the compulsory acquisition process and your rights (**Notice**). Please note that if you cease to hold your Ebony Energy Shares (because you have sold your Ebony Energy Shares) the Notice will have no further application to you and, in particular, you will no longer be entitled to undertake the actions under section 661D or 661E of the Corporations Act referred to in the Notice.

If you have any questions or need a new acceptance form, please call the Offer Information Line on 1300 288 664 (within Australia) or +61 2 9698 5414 (from outside of Australia).

Yours faithfully



Charles Whitfield  
Chairman  
Hexagon Energy Materials Limited

## HEXAGON ENERGY MATERIALS LIMITED

Australian Business Number (ABN) 27 099 098 192

Registered Office: Suite 3, 7 Kintail Road, Applecross, Western Australia 6153  
t: (+61 8) 6244 0349 e: info@hxgenenergymaterials.com.au w: hxgenenergymaterials.com.au



# Cover page: Notice of compulsory acquisition following takeover bid

If there is insufficient space in any section of the form, you may attach an annexure and submit as part of this lodgement

## Lodgement details

Who should ASIC contact if there is a query about this form?

Name

JUSTYN STEDWELL

ASIC registered agent number (if applicable)

Company/entity name

HEXAGON ENERGY MATERIALS LIMITED

ACN/ABN/ARBN/ARSN

099 098 192

Telephone number

0419 797 305

Postal address

Suite 3, 7 Kintail Road, Applecross, WA, 6153

Email address (optional)

justyn@stedwell.com.au

## How to complete this form

1. Complete this COVER page and the notice pages.
2. Send copies of notice pages to holders. **DO NOT INCLUDE THIS COVER PAGE or GUIDE.**
3. Lodge COVER page and notice pages with ASIC.

## Lodgement

Send completed and signed forms to:  
Australian Securities and Investments Commission,  
PO Box 9827 in your capital city.

Or lodge the form in person at an ASIC Service Centre  
(see [www.asic.gov.au/servicecentres](http://www.asic.gov.au/servicecentres))

### For more information

Web [www.asic.gov.au](http://www.asic.gov.au)  
Need help? [www.asic.gov.au/question](http://www.asic.gov.au/question)  
Telephone 1300 300 630

# Notice of compulsory acquisition following takeover bid

## Notice

Description of class of securities to which the bid relates

To each holder of:

FULLY PAID ORDINARY SHARES

('Bid Class Securities')

Name of target company or body

in

Name ('the Company')

EBONY ENERGY LIMITED

ACN/ARBN/ARSN

149 240 657

Tick applicable box(es)

and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related.

and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

1. Under a takeover bid offers were made by

HEXAGON ENERGY MATERIALS LIMITED

in respect of the acquisition of Bid Class Securities in the company.

Tick one box

The offers

closed

are scheduled to close

Date offers closed or are scheduled to close

on

Date

2 6 / 0 3 / 2 1  
[D D] [M M] [Y Y]

Tick applicable box(es).

(See subsection 661A(4) and (4A))

2. You are, as at the date of this notice, the holder of one or more of the following

securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)

securities to which the bid related issued after the end of the offer period and before the date of this notice

securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related

securities issued under an employee incentive scheme to which restrictions on transfer apply under the company's constitution or the terms of issue, being

Description of securities

Description of securities

the following securities in the bid class in which the bidder has a relevant interest

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 ('the Act') that the bidder has become entitled pursuant to subsection

Tick one box

661A(1)

661A(3)

of the Act to compulsorily acquire your securities and desires to acquire those securities.

**Continued... Notice**

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

This notice was lodged with ASIC on

Date of lodgement

Date

3	0	/	0	3	/	2	1
[D	D]		[M	M]		[Y	Y]

Insert paragraph 4A only where alternative forms of consideration were offered under the bid.

- 4A. You are entitled, within one month after being given this notice (see paragraph 8), or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, by notice in writing to the bidder, to elect which of the following forms of consideration will apply to the acquisition of your securities:

Details of alternative terms.

N/A

If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be:

Set out the terms that will apply

N/A

5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.

6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

Tick one box

this notice was given.  
 the end of the offer period.

7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.

8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

**Signature**

Name of person signing

JUSTYN STEDWELL
-----------------

Capacity

COMPANY SECRETARY
-------------------

Signature


---

Date signed

3	0	/	0	3	/	2	1
[D	D]		[M	M]		[Y	Y]