

Appendix 1A

ASX Listing application and agreement

*This form is for use by an entity seeking admission to the *official list as an ASX Listing (for classification as an ASX Debt Listing use Appendix 1B, and for classification as an ASX Foreign Exempt Listing use Appendix 1C). The form is in 3 parts:*

1. *Application for admission to the *official list;*
2. *Information to be completed; and*
3. *Agreement to be completed.*

*Information and documents (including this appendix) given to ASX in support of an application become ASX's property and may be made public. This may be prior to admission of the entity and *quotation of its *securities. Publication does not mean that the entity will be admitted or that its *securities will be quoted.*

Introduced 1/7/96. Original: Appendix 1. Amended 1/7/97, 1/7/98, 1/9/99, 13/3/2000, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Part 1 - Application for admission to the official list

Name of entity

ABN

K2 ENERGY LIMITED

19 115 310 560

We (the entity) apply for admission to the *official list of Australian Stock Exchange Limited (ASX) and for *quotation of *securities.

Part 2 - Information to be completed

About the entity

You must complete the relevant sections (attach sheets if there is not enough space).

All entities

1 Deleted 30/9/2001

2 *Main class of *securities

Number	*Class
54,187,500 (all but restricted securities)	Ordinary shares
Number to be quoted	*Class
53,500,000	Options
Number not to be quoted	*Class

3 Additional *classes of *securities (except *CDIs)

* See chapter 19 for defined terms.

	Nil	Not Applicable
4	Telephone number, postal address for all correspondence, general fax number, fax number for *company announcements office to confirm release of information to the market, and e-mail address for contact purposes.	K2 Energy Limited Level 2 27 - 31 Macquarie Place Sydney NSW 2000 Telephone: (02) 9251 3311 Facsimile: (02) 9251 6550 Email: taflitcroft@ozemail.com.au
5	Address of principal *security registries for each *class of *security (including *CDIs)	Registries Limited Level 2 28 Margaret Street Sydney NSW 2000
6	Annual balance date	30 June

Companies only

(Other entities go to 19)

7	Name and title of chief executive officer/managing director	Mr Peter Moore Executive Chairman/Managing Director
8	Name and title of chairperson of directors	Mr Peter Moore Executive Chairman
9	Names of all directors	Mr Peter Robert Moore (Executive Chairman) Mr Samuel Michael Gazal (Non-Executive Director) Professor Bruce Robert Moore (Non-Executive Director) Mr Michael Scott Reed (Non-Executive Director) Mr Robert Kenneth Gaunt (Non-Executive Director) Mr John Guest Thompson (Non-Executive Director)

* See chapter 19 for defined terms.

10	Duration of appointment of directors (if not subject to retirement by rotation) and details of any entitlement to participate in profits	<p>Except for Managing Director, all subject to retirement by rotation</p> <p>A Managing Director may be appointed by the board of Directors for a period ending on the happening of events (if any) stipulated by the board (and is subject to the same provisions as to resignation and removal as the other Directors of the company)</p> <p>The company has entered into an Employment Agreement with Mr Peter Moore to act as Managing Director stipulating continuous employment and the grounds on which the company may terminate the employment. For further details refer to the summary of the Employment Agreement in Prospectus page 58</p>
11	Name and title of company secretary	Mr Terence Anthony Flitcroft
12	Place of incorporation	Commonwealth of Australia (registered in Victoria)
13	Date of incorporation	29 August 2005
14	Legislation under which incorporated	Corporations Act 2001 (Cth)
15	Address of registered office in Australia	Level 2 27 - 31 Macquarie Place Sydney NSW 2000
16	Month in which annual meeting is usually held	October
17	Months in which dividends are usually paid (or are intended to be paid)	Not Applicable
18	If the entity is a foreign company which has a certificated subregister for quoted [†] securities, the location of Australian [†] security registers	Not Applicable

[†] See chapter 19 for defined terms.

- 18A If the entity is a foreign company, the name and address of the entity's Australian agent for service of process

Not Applicable

(Companies now go to 31)

All entities except companies

- 19 Name and title of chief executive officer/managing director of the responsible entity

Not Applicable

- 20 Name and title of chairperson of directors of responsible entity

Not Applicable

- 21 Names of all directors of the responsible entity

Not Applicable

- 22 Duration of appointment of directors of responsible entity (if not subject to retirement by rotation) and details of any entitlement to participate in profits

Not Applicable

- 23 Name and title of company secretary of responsible entity

Not Applicable

- 23A Trusts only - the names of the members of the compliance committee (if any)

Not Applicable

- 24 Place of registration of the entity

Not Applicable

- 25 Date of registration of the entity

Not Applicable

⁺ See chapter 19 for defined terms.

26	Legislation under which the entity is registered	Not Applicable
27	Address of administration office in Australia of the entity	Not Applicable
28	If an annual meeting is held, month in which it is usually held	Not Applicable
29	Months in which distributions are usually paid (or are intended to be paid)	Not Applicable
30	If the entity is a foreign entity which has a certificated subregister for quoted ⁺ securities, the location of Australian ⁺ security registers	Not Applicable
30A	If the entity is a foreign trust, the name and address of the entity's Australian agent for service of process	Not Applicable

About the entity

All entities

Tick to indicate you are providing the information or documents

Where is the information or document to be found? (eg. prospectus cross reference)

- | | |
|--|--|
| 31 <input checked="" type="checkbox"/> Evidence of compliance with 20 cent minimum issue price or sale price, and spread requirements | Refer to Prospectus page 10

Spread requirements to be provided following close of the offer |
| 32 <input checked="" type="checkbox"/> Prospectus, Product Disclosure Statement or information memorandum relevant to the application (250 copies) | Copy of the Prospectus lodged with ASIC attached |

⁺ See chapter 19 for defined terms.

		250 copies to be provided when Prospectus printed
33	<input checked="" type="checkbox"/> Cheque for fees	Cheque for fees of \$50,036.63 attached
34	<input checked="" type="checkbox"/> Type of subregisters the entity will operate Example: CHES and certificated subregisters	Electronic CHES sub-register and issuer-sponsored sub-register. Refer to Prospectus page 12
35	<input checked="" type="checkbox"/> Copies of any contracts referred to in the prospectus, Product Disclosure Statement or information memorandum (including any underwriting agreement)	Copies of contracts referred to in Prospectus pages 46-57 are attached.
36	<input checked="" type="checkbox"/> A certified copy of any restriction agreement entered into in relation to +restricted securities	Certified copies of the restriction agreements listed in the Prospectus on page 57 are attached
37	<input checked="" type="checkbox"/> If there are +restricted securities, undertaking issued by any bank or +recognised trustee	Undertaking to be provided by share registry by way of holding locks on restricted securities when processed
38	<input checked="" type="checkbox"/> (Companies only) - certificate of incorporation or other evidence of status (including any change of name)	Certificate of incorporation attached
39	<input type="checkbox"/> (All entities except companies) - certificate of registration or other evidence of status (including change of name)	Not Applicable
40	<input checked="" type="checkbox"/> Copy of the entity's constitution (eg, if a company, the memorandum and articles of association)	Copy of Constitution attached Where is the information or document to be found? (eg, prospectus cross reference)
41	<input checked="" type="checkbox"/> Completed checklist that the constitution complies with the listing rules (copy of articles checklist is available from any Companies Department)	Completed checklist attached

+ See chapter 19 for defined terms.

Department)

- 42 ☒ A brief history of the entity or, if applicable, the group

The company was incorporated on 29 August 2005. It commenced operations in February 2006 and prior to June 30 2006 had raised \$A10.13 million in equity

The company is an oil and gas exploration company engaged in direct investment in onshore oil and gas drilling opportunities in the United States

The company is now seeking to raise capital which will be used to continue these business activities as well as for further investment in the company's existing investments and exploration for new prospects

Refer to Prospectus sections 1(page 6), 3 (page 13) and 6 ('Expenditure of Funds')(page 38)

- 42A ☒ Copy of agreement with ASX that documents may be given to ASX and authenticated electronically.

Copy of agreement attached

About the securities to be quoted

All entities

- 43 ☒ Confirmation that the +securities to be quoted are eligible to be quoted under the listing rules

Confirmed that securities are fully paid ordinary shares and options eligible to be quoted under listing rules

- 44 ☒ Voting rights of +securities to be quoted

Refer to Prospectus pages 43-45, 'Rights Attaching to Shares' and 'Rights Attaching to Options' and Constitution

- 45 ☒ for +CDIs

N/A

- 46 ☒ Terms of the +securities to be quoted

Refer to Prospectus section pages 43-45 'Rights Attaching to Shares' and 'Rights Attaching to Options' and Constitution

+ See chapter 19 for defined terms.

- 47 ☐ A statement setting out the names of the 20 largest holders in each ⁺class of ⁺securities to be quoted, and the number and percentage of each ⁺class of ⁺securities held by those holders **To be provided following closing of the offer and allotment of shares and options pursuant to the Prospectus**
- 48 ☐ A distribution schedule of each ⁺class of ⁺equity securities to be quoted, setting out the number of holders in the categories -
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over **To be provided following closing of the offer and allotment of shares and options pursuant to the Prospectus**
- 49 ☐ The number of holders of a parcel of ⁺securities with a value of more than \$2,000, based on the issue/sale price **To be provided following closing of the offer and allotment of shares and options pursuant to the Prospectus**
- 50 ☐ Terms of any ⁺debt securities and ⁺convertible debt securities **None**
- Where is the information or document to be found? (eg, prospectus cross reference)
- 51 ☐ Trust deed for any ⁺debt securities and ⁺convertible debt securities **None**
- 52 ☐ Deleted 24/10/2005

⁺ See chapter 19 for defined terms.

All entities with classified assets

(Other entities go to 62)

All *mining exploration entities and, if ASX asks, any other entity that has acquired, or entered into an agreement to acquire a *classified asset, must give ASX the following information.

- 53 ☒ The name of the vendor and details of any relationship of the vendor with us

- *Hidden Lake Prospect – Texas:* **Playa Exploration, Inc., Crossroads Exploration and Pizzitola Resources, Inc.**
- *Blackstone-Shary Prospect – Texas:* **Riviera Production Company, Ltd, SH3D Exploration, LP and Steward Energy Resources, LLC**
- *Blackstone-Shivers Prospect – Texas:* **Riviera Production Company, Ltd.**
- *North Case 26/27 Prospect – Michigan:* **Weitzman Resources, Inc. and Baumann Resources, Inc.**
- *Escambia Bay Prospect – Alabama):* **Pruet Oil Company LLC and Pruet Production Co.**
- *Okawville Prospect – Illinois:* **Pioneer Oil Company Inc.**
- *South Bourg Prospect – Louisiana:* **Vision Energy LLC**

Refer to Prospectus pages 46-55 'Material Contracts' section

No party in K2 has any relationship with any vendor

- 54 ☐ If the vendor was not the beneficial owner of the *classified asset at the date of the acquisition or agreement, the name of the beneficial owner(s) and details of the relationship of the beneficial owner(s) to us

Not Applicable

* See chapter 19 for defined terms.

- 55 ☐ The date that the vendor acquired the *classified asset **N/A The contractual rights of K2 Energy, which are classified assets, are newly created rights- refer attached letter.**
- 56 ☐ The method by which the vendor *acquired the *classified asset, including whether by agreement, exercise of option or otherwise **Refer attached letter**
- 57 ☐ The consideration passing directly or indirectly from the vendor (when the vendor *acquired the asset), and whether the consideration has been provided in full **N/A The contractual rights of K2 Energy, which are classified assets, are newly created rights- refer attached letter.**
- 58 ☒ Full details of the *classified asset, including any title particulars **Participation agreements over oil and gas properties in Texas, Michigan, Louisiana, Illinois and Alabama in the USA. Refer to Prospectus pages 46-55 'Material Contracts' section**
- Where is the information or document to be found? (eg, prospectus cross reference)
- 59 ☒ The work done by or on behalf of the vendor in developing the *classified asset. In the case of a *mining tenement, this includes prospecting in relation to the tenement. If money has been spent by the vendor, state the amount (verification of which may be required by ASX). **N/A -Refer attached letter**

⁺ See chapter 19 for defined terms.

- 60 ☒ The date that the entity ⁺acquired the ⁺classified asset from the vendor, the consideration passing directly or indirectly to the vendor, and whether that consideration has been provided in full

Interests in the leases were acquired pursuant to agreements entered into on the following dates:

- *Hidden Lake Prospect – Texas:*
23 January 2006
- *Blackstone-Shary Prospect – Texas:*
1 May 2006
- *Blackstone-Shivers Prospect – Texas:*
17 April 2006
- *North Case 26/27 Prospect – Michigan:*
15 May 2006
- *Escambia Bay Prospect – Alabama:*
16 May 2006
- *Okawville Prospect – Illinois:* **17 August 2006**
- *South Bourg Prospect – Louisiana:* **15 May 2006**

Refer to Prospectus pages 46-55, 'Material Contracts'

- 61 ☒ A breakdown of the consideration, showing how it was calculated, and whether any experts' reports were commissioned or considered (and if so, with copies attached).

Refer to Prospectus pages 46-55 'Material Contracts' section.

No experts reports were obtained or commissioned as K2 has two directors who are qualified geologists and considers to have the capacity within management to make informed investment decisions

⁺ See chapter 19 for defined terms.

About the entity's capital structure

All entities

62 Deleted 1/9/99.

63 ☐ A copy of the register of members, if ASX asks

A copy will be provided if requested by the ASX

64 ☐ A copy of any court orders in relation to a reorganisation of the entity's capital in the last five years

Not Applicable

65 ☐ The terms of any *employee incentive scheme

None

66 ☐ The terms of any *dividend or distribution plan

None

67 ☐ The terms of any *securities that will not be quoted

26,812,500 ordinary shares subject to restricted securities agreements

68 Deleted 1/7/98.

Where is the information or document to be found? (eg, prospectus cross reference)

69 ☒ The entity's issued capital (interests), showing separately each *class of *security (except *CDIs), the amount paid up on each *class, the issue price, the dividend (in the case of a trust, distribution) and voting rights attaching to each *class and the conversion terms (if applicable)

81,000,000 Ordinary shares. The shares are fully paid and the issue price per share is \$0.20 (refer to Prospectus page 4)

53,500,000 Options. Options are exercisable at \$0.20 per share (refer to Prospectus page 4)

Refer to Prospectus page 45 'Capital Structure of the Company' and Investigating Accountant's Report in Prospectus page 36 for capital structure

Refer to Prospectus section pages 43-45 'Rights Attaching to Shares' and 'Rights Attaching to Options' for terms of each class of security

70 ☐ The number of the entity's debentures, except to bankers showing the amount outstanding

None

* See chapter 19 for defined terms.

bankers, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each *class and conversion terms (if applicable)

Note: This applies whether the securities are quoted or not.

- 71 ☐ The number of the entity's unsecured notes, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each *class and conversion terms (if applicable)

Note: This applies whether the securities are quoted or not.

None

- 72 ☒ The number of the entity's options to *acquire unissued *securities, showing the number outstanding

Note: This applies whether the securities are quoted or not.

53,500,000 Options which can be exercised between 1 October 2006 and 30 September 2009

Refer to Prospectus page 45 'Capital Structure of the Company' and Investigating Accountant's Report in Prospectus page 36 for capital structure

- 73 ☐ Details of any rights granted to any *person, or to any class of *persons, to participate in an issue of the entity's *securities

Note: This applies whether the securities are quoted or not.

None

- 74 ☒ If the entity has any *child entities, a list of all *child entities stating in each case the name, the nature of its business and the entity's percentage holding in it. Similar details should be provided for every entity in which the entity holds (directly or indirectly) 20% or more of the issued capital (interests).

K2 Energy USA, Inc. is a wholly owned subsidiary of the company

About the entity's financial position

(Entities meeting the profit test go to 75. For the assets test go to 81A.)

All entities meeting the profit test

Where is the information or document to be found? (eg, prospectus cross reference)

- 75 ☐ Evidence that the entity has been in the same main business activity for the last 3 full financial years

Not Applicable

- 76 ☐ Evidence that the entity is a going concern (or successor) and its aggregated profit for the last 3 full financial years

Not Applicable

- 76A ☐ Evidence that the entity's *profit from continuing operations in the past 12 months

Not Applicable

* See chapter 19 for defined terms.

exceeded \$400,000

- 77 ☐ Audited ⁺accounts for the last 3 full financial years and audit reports

Not Applicable

78 - 79 Deleted 1/7/97.

- 80 ☐ Half yearly ⁺accounts (if required) and audit report or review

Not Applicable

- 80A ☐ Pro forma balance sheet and review

Not Applicable

- 80B ☐ Statement from all directors or all directors of the responsible entity confirming that the entity is continuing to earn ⁺profit from continuing operations

Not Applicable

All entities meeting the assets test

(only complete one of 81A, 81B or 81C and one of 82 or 83)

Introduced 1/7/96. Amended 1/7/99.

Deleted 1/7/97

81

- 81A ☒ For entities other than ⁺investment entities, evidence of net tangible assets of at least \$2 million or market capitalisation of at least \$10 million

Refer to Investigating Accountant's Report in Prospectus on page 32 and Summary of offer showing the market capitalisation of the company shown in the Prospectus on page 4

- 81B ☐ For ⁺investment entities other than ⁺pooled development funds, evidence of net tangible assets of at least \$15 million

Not Applicable

- 81C ☐ Evidence that the entity is a ⁺pooled development fund with net tangible assets of at least \$2 million

Not Applicable

Where is the information or document to be found? (eg, prospectus cross reference)

- 82 ☐ Evidence that at least half of the entity's total tangible assets (after raising any funds) is not cash or in a form readily convertible to cash (if there are no-commitments)

Not Applicable

- 83 ☒ Evidence that there are commitments to spend at least half of the entity's cash and assets in a form readily convertible to cash (if half or more of the entity's total tangible assets (after raising any funds) is cash or in a form readily convertible to cash)

Refer to Prospectus page 38 ('Expenditure of Funds'), Pages 6 to 8 ('Current Prospects') and pages 15-27 ('Independent Geological Report').

⁺ See chapter 19 for defined terms.

84	<input checked="" type="checkbox"/>	Statement that there is enough working capital to carry out the entity's stated objectives (and statement by independent expert, if required)	Refer to Prospectus page 38
85		Deleted 1/9/99	
86		Deleted 1/7/97.	
87	<input type="checkbox"/>	*Accounts for the last 3 full financial years and audit report, review or statement that not audited or not reviewed	Company incorporated on 29th August 2005. Audited accounts to 30th June 2006 attached
87A	<input type="checkbox"/>	Half yearly *accounts (if required) and audit report, review or statement that not audited or not reviewed	Not applicable
87B	<input type="checkbox"/>	Audited balance sheet (if required) and audit report	Audited accounts to 30th June 2006 attached and refer to Investigating Accountant's Report in Prospectus - page 32
87C	<input checked="" type="checkbox"/>	Pro forma balance sheet and review	Refer to Investigating Accountant's Report in Prospectus pages 32 -37

(Now go to 106)

88	Deleted 1/7/97.
89-92C	Deleted 1/9/99.
93	Deleted 1/7/97
94-98C	Deleted 1/9/99
99	Deleted 1/7/97.
100-105C	Deleted 1/9/99

* See chapter 19 for defined terms.

About the entity's business plan and level of operations

All entities

Information contained in the information memorandum

- 106 ☒ Details of the entity's existing and proposed activities, and level of operations. State the main business

Where is the information or document to be found? (eg, prospectus cross reference)

The main business of the company is oil and gas exploration. Refer to Prospectus sections 1 (pages 6-10), and 3 (pages 13-14)

- 107 ☒ Details of any issues of the entity's *securities (in all *classes) in the last 5 years. Indicate issues for consideration other than cash

76,000,000 Ordinary shares
51,000,000 Options
Prior to 18 October 2005 a total of 26,000,000 shares were issued at a price of 0.5 cents cash per share.
A further 50,000,000 shares were issued between 17th January 2006 and 27th June 2006 at a price of 20 cents cash per share.
Prior to 18 October 2005 a total of 26,000,000 options were issued with an exercise price of 20 cents per share.
A further 25,000,000 options were issued between 17th January 2006 and 27th June 2006 with an exercise price of 20 cents per share.

Refer to Prospectus page 45 'Capital Structure of the Company'

⁺ See chapter 19 for defined terms.

Information memorandum requirements

All entities

108	<input type="checkbox"/>	If the entity is a company, a statement that all the information that would be required under section 710 of the Corporations Act if the information memorandum were a prospectus offering for subscription the same number of *securities for which +quotation will be sought is contained in the information memorandum. If the entity is a trust, a statement that all the information that would be required under section 1013C of the Corporations Act if the information memorandum were a Product Disclosure Statement offering for subscription the same number of *securities for which +quotation will be sought is contained in the information memorandum	Not Applicable
109	<input type="checkbox"/>	The signature of every director, and proposed director, of the entity personally or by a +person authorised in writing by the director (in the case of a trust, director of the responsible entity)	Not Applicable
110	<input type="checkbox"/>	The date the information memorandum is signed	Not Applicable
111(a)	<input type="checkbox"/>	Full particulars of the nature and extent of any interest now, or in the past 2 years, of every director or proposed director of the entity (in the case of a trust, the responsible entity), in the promotion of the entity, or in the property acquired or proposed to be acquired by it	Not Applicable
111(b)	<input type="checkbox"/>	If the interest was, or is, as a member or partner in another entity, the nature and extent of the interest of that other entity	Not Applicable
<i>Information contained in the information memorandum</i>			Where is the information or document to be found? (eg, prospectus cross reference)
111(c)	<input type="checkbox"/>	If the interest was or is as a member or partner in another entity, a statement of all amounts paid or agreed to be paid to him or her or the entity in cash, *securities or otherwise by any +person to induce him or her to become or to qualify him or her as, a director, or for services rendered by him or her or by the entity in connection with the promotion or formation of the listed entity	Not Applicable

* See chapter 19 for defined terms.

- | | | | |
|--------|--------------------------|---|---|
| 112(a) | <input type="checkbox"/> | Full particulars of the nature and extent of any interest of every expert in the promotion of the entity, or in the property acquired or proposed to be acquired by it | Not Applicable |
| 112(b) | <input type="checkbox"/> | If the interest was or is as a member or partner in another entity, the nature and extent of the interest of that other entity | Not Applicable |
| 112(c) | <input type="checkbox"/> | If the interest was or is as a member or partner in another entity, a statement of all amounts paid or agreed to be paid to him or her or the entity in cash, +securities or otherwise by any +person for services rendered by him or her or by the entity in connection with the promotion or formation of the listed entity | Not Applicable |
| 113 | <input type="checkbox"/> | A statement that ASX does not take any responsibility for the contents of the information memorandum | Not Applicable |
| 114 | <input type="checkbox"/> | A statement that the fact that ASX may admit the entity to its +official list is not to be taken in any way as an indication of the merits of the entity | Not Applicable |
| 115 | <input type="checkbox"/> | If the information memorandum includes a statement claiming to be made by an expert or based on a statement made by an expert, a statement that the expert has given, and has not withdrawn, consent to the issue of the information memorandum with the particular statement included in its form and context | Not Applicable

Where is the information or document to be found? (eg, prospectus cross reference) |
| 116 | <input type="checkbox"/> | A statement that the entity has not raised any capital for the 3 months before the date of issue of the information memorandum and will not need to raise any capital for 3 months after the date of issue of the information memorandum | Not Applicable |

+ See chapter 19 for defined terms.

- 117 ☐ A statement that a supplementary information memorandum will be issued if the entity becomes [†]aware of any of the following between the issue of the information memorandum and the date the entity's [†]securities are [†]quoted or reinstated.
- A material statement in the information memorandum is misleading or deceptive.
 - There is a material omission from the information memorandum.
 - There has been a significant change affecting a matter included in the information memorandum.
 - A significant new circumstance has arisen and it would have been required to be included in the information memorandum.

Not Applicable

Information contained in the supplementary information memorandum

- 118 ☐ If there is a supplementary information memorandum:
- Correction of any deficiency.
 - Details of any material omission, change or new matter.
 - A prominent statement that it is a supplementary information memorandum.
 - The signature of every director, or proposed director, of the entity personally or by a [†]person authorised in writing by the director (in the case of a trust, director of the responsible entity).
 - The date the supplementary information memorandum is signed.

Not Applicable

Evidence if supplementary information memorandum is issued

- 119 ☐ Evidence that the supplementary information memorandum accompanied every copy of the information memorandum issued after the date of the supplementary information memorandum.

Not Applicable

Other information

All entities

Where is the information or document to be found? (eg, prospectus cross reference)

- 120 ☐ Evidence that the supplementary information memorandum was sent to every [†]person who was sent an information memorandum

Not Applicable

[†] See chapter 19 for defined terms.

- 121 ☒ Details of any material contracts entered into between the entity and any of its directors (if a trust, the directors of the responsible entity) **Refer to Prospectus pages 55-57 'Material Contracts', page 58 Managing Director - Employment Agreement and page 58 'Directors Interests and Benefits'**
- 122 ☐ A copy of every disclosure document or Product Disclosure Statement issued, and every information memorandum circulated, in the last 5 years **Refer attached information memorandum dated November 2005**
- 123 ☐ Information not covered elsewhere and which, in terms of rule 3.1, is likely materially to affect the price or value of the entity's securities **All material information is contained in the Prospectus**
- 123A ☐ The documents which would have been required to be given to ASX under rules 4.1, 4.2, 4.3, 4.5, 5.1, 5.2 and 5.3 had the entity been admitted to the [†]official list at the date of its application for admission, unless ASX agrees otherwise.
Example. ASX may agree otherwise if the entity was recently incorporated **We believe that as the Company has only been incorporated these items are not applicable.**

Mining exploration entities

- 124 ☒ A map or maps of the mining tenements prepared by a qualified [†]person. The maps must indicate the geology and other pertinent features of the tenements, including their extent and location in relation to a capital city or major town, and relative to any nearby properties which have a significant bearing on the potential of the tenements. The maps must be dated and identify the qualified [†]person and the report to which they relate. **Refer to Independent Geological Report, Prospectus section 4 pages 15-27**
- 125 Deleted 1/7/97

[†] See chapter 19 for defined terms.

Where is the information or document to be found? (eg. prospectus cross reference)

- 126 ☒ A schedule of ⁺mining tenements prepared by a qualified person. The schedule must state in relation to each ⁺mining tenement:
the geographical area where the ⁺mining tenement is situated;
the nature of the title to the ⁺mining tenement;
whether the title has been formally confirmed or approved and, if not, whether an application for confirmation or approval is pending and whether the application is subject to challenge; and
the ⁺person in whose name the title to the ⁺mining tenement is currently held.

Refer to Independent Geological Report, Prospectus section 4 pages 15-27

- 127 ☒ If the entity has ⁺acquired an interest or entered into an agreement to ⁺acquire an interest in a ⁺mining tenement from any ⁺person, a statement detailing the date of the ⁺acquisition of the interest from the vendor and the purchase price paid and all other consideration (whether legally enforceable or not) passing (directly or indirectly) to the vendor.

- *Hidden Lake Prospect – Texas: **Prospect Acquisition Agreement dated 23 January 2006***
- *Blackstone-Shary Prospect – Texas: **Participation Agreement dated 1 May 2006***
- *Blackstone-Shivers Prospect – Texas: **Letter Agreement dated 17 April 2006***
- *North Case 26/27 Prospect – Michigan: **Letter Agreement dated 15 May 2006***
- *Escambia Bay Prospect – Alabama: **Letter Participation Agreement dated 16 May 2006 as amended by letter agreement dated 7 July 2006***
- *Okawville Prospect – Illinois: **Letter Agreement dated 17 August 2006***
- *South Bourg Prospect – Louisiana: **Commitment Letter dated 15 May 2006***

For further information and details of consideration, refer to Prospectus pages 46-55, 'Material Contracts'

⁺ See chapter 19 for defined terms.

- 128 ☒ A financial statement by the directors (if a trust, the directors of the responsible entity) setting out a program of expenditure together with a timetable for completion of an exploration program in respect of each mining tenement or, where appropriate, each group of tenements

Refer to Prospectus pages 6-8 for information on current prospects, table in respect of scheduled work program on page 8 and exploration program and budget on page 38

- 129 ☐ A declaration of conformity or otherwise with the Australasian Code for Reporting of Identified Mineral Resources and Ore Reserves for any reports on mineral resources and ore reserves

Not Applicable as at this time the Company does not have Identified Mineral Resources or Ore Reserves

⁺ See chapter 19 for defined terms.

Part 3 - Agreement

All entities

You must complete this agreement. If you require a seal to be bound, the agreement must be under seal.

We agree:

- 1 Our admission to the [†]official list is in ASX's absolute discretion. ASX may admit us on any conditions it decides. [†]Quotation of our [†]securities is in ASX's absolute discretion. ASX may quote our [†]securities on any conditions it decides. Our removal from the [†]official list or the suspension or ending of [†]quotation of our [†]securities is in ASX's absolute discretion. ASX is entitled immediately to suspend [†]quotation of our [†]securities or remove us from the [†]official list if we break this agreement, but the absolute discretion of ASX is not limited.
- 2 We warrant the following to ASX.
 - The issue of the [†]securities to be quoted complies with the law, and is not for an illegal purpose.
 - There is no reason why the [†]securities should not be granted [†]quotation.
 - An offer of the [†]securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty.
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any [†]securities to be quoted and that no-one has any right to return any [†]securities to be quoted under sections 601MB(1), 737, 738, 992A, 992AA or 1016F of the Corporations Act at the time that we request that the [†]securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the [†]securities to be quoted under section 1019B of the Corporations Act at the time that we request that the [†]securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before [†]quotation of the [†]securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

[†] See chapter 19 for defined terms.

- 5 We will comply with the listing rules that are in force from time to time, even if quotation of our securities is deferred, suspended or subject to a trading halt.
- 6 The listing rules are to be interpreted:
- in accordance with their spirit, intention and purpose;
 - by looking beyond form to substance; and
 - in a way that best promotes the principles on which the listing rules are based.
- 7 ASX has discretion to take no action in response to a breach of a listing rule. ASX may also waive a listing rule (except one that specifies that ASX will not waive it) either on our application or of its own accord on any conditions. ASX may at any time vary or revoke a decision on our application or of its own accord.
- 8 A document given to ASX by an entity, or on its behalf, becomes and remains the property of ASX to deal with as it wishes, including copying, storing in a retrieval system, transmitting to the public, and publishing any part of the document and permitting others to do so. The documents include a document given to ASX in support of the listing application or in compliance with the listing rules.
- 9 In any proceedings, a copy or extract of any document or information given to ASX is of equal validity in evidence as the original.
- 10 Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's securities cannot be approved under the operating rules of the approved CS facility:
- We will satisfy the technical and performance requirements of the approved CS facility and meet any other requirements the approved CS facility imposes in connection with approval of our securities.
 - When securities are issued we will enter them in the approved CS facility's subregister holding of the applicant before they are quoted, if the applicant instructs us on the application form to do so.
 - The approved CS facility is irrevocably authorised to establish and administer a subregister in respect of the securities for which quotation is sought.

⁴ See chapter 19 for defined terms.

- 11 Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's [†]securities cannot be approved under the operating rules of the [†]approved CS facility, we confirm that either:

- ☐ we have given a copy of this application to the [†]approved CS facility in accordance with the operating rules of the [†]approved CS facility ; or
- ☒ we ask ASX to forward a copy of this application to the [†]approved CS facility.

- 12 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's [†]securities cannot be approved under the operating rules of the [†]approved CS facility:

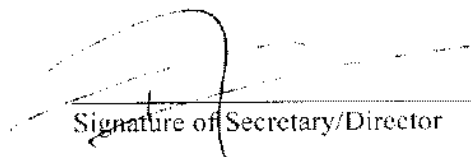
- The [†]approved CS facility is irrevocably authorised to establish and administer a subregister in respect of [†]CDIs.
- We will make sure that [†]CDIs are issued over [†]securities if the holder of quoted [†]securities asks for [†]CDIs.

- 13 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's [†]securities cannot be approved under the operating rules of the [†]approved CS facility:


- ☐ we have given a copy of this application to the approved CS facility in accordance with the operating rules of the [†]approved CS facility; or
- ☒ we ask ASX to forward a copy of this application to the [†]approved CS facility.

Dated: **4th October 2006**

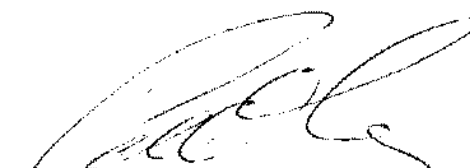
Executed for and on behalf
K2 Energy Limited (ACN 115 310)
in accordance with section 127
the Corporations Act 2001 (Cth)



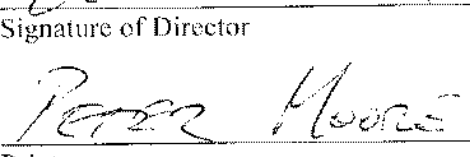
Signature of Secretary/Director



Print name



Signature of Director



Print name

[†] See chapter 19 for defined terms.