



**Altech Chemicals**  
Limited

26 April 2019

**Notice under Section 708A(5)(e) of the Corporations Act**

On 26 April, Altech Chemicals Limited (**Company**) issued 131,127,497 fully paid ordinary shares (**Shares**) to various parties that fall within one of the exemptions set out in section 708 of the Corporations Act.

The Company gives this notice pursuant to Section 708A(5)(e) of the Corporations Act.

The shares were issued without disclosure to investors under Part 6D.2, in reliance on Section 708A(5) of the Corporations Act.

The Company, as at the date of this notice, has complied with:

- (a) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
- (b) Section 674 of the Corporations Act.

There is no excluded information for the purposes of Sections 708A(7) and (8) of the Corporations Act.

Yours faithfully

Shane Volk  
Company Secretary  
**Altech Chemicals Limited**

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Limited

26 April 2019

## **ALLOTMENT AND ISSUE OF PLACEMENT SHARES**

On 16 April 2019 Altech Chemicals Limited (Altech/the Company) (ASX: ATC) (FRA: A3Y) announced the successful completion of an A\$18 million (before costs) placement of shares ("placement") to a variety of professional and sophisticated investors at \$0.1085 per share.

A total of 167,993,857 shares will be issued for the placement in two tranches. 131,127,497 shares are issued on 26 April 2019 in accordance with the Company's available placement capacity as follows:

- Under ASX Listing Rule 7.1 73,871,498 ordinary shares
- Under ASX Listing Rule 7.1A 57,255,999 ordinary shares

The remaining 36,866,360 ordinary shares (\$4.0 million) are expected to be issued in early June 2019 following a general meeting of shareholders, where shareholder approval will be sought for the issue of the shares to the following parties (of their associates):

- **Tunku Yaacob Khyra** (Melawar group) a director of the Company: \$2.0 million (18,433,180 shares); and
- **SMS group** (appointed EPC contractor for HPA plant construction): \$2.0 million (18,433,180 shares).

### **ASX Listing Rule 7.1A Disclosure**

The following ASX Listing Rule 7.1A disclosure is in respect of the issue of 57,255,999 ordinary fully paid shares, issued within the Company's 7.1A placement capacity pursuant to the placement, above.

The Company provides the following information in accordance with ASX Listing Rule 3.10.5A:

#### **(a) Details of the dilution to the existing holders of ordinary securities caused by the issue.**

Number of fully paid ordinary shares held by shareholders before the placement:	572,559,992
Number of shares issued in the placement pursuant to LR 7.1A	57,255,999
% dilution of the placement on existing shareholders	10%

#### **(b) Where the equity securities are issued of cash consideration, a statement of the reasons why the eligible entity issued the equity securities as a placement under rule 7.1A and not as (or in addition to) a pro-rata issue of other type of issue in which existing ordinary security holder would have been eligible to participate.**

It was the Company's view that a pro-rata issue would not have delivered the capital in the required timeframe and in addition, that the level of support likely to be received from existing shareholders would not have been sufficient.

**(c) Details of any underwriting arrangement, including any fees payable to the underwriter.**

No underwriting arrangement of underwriting fees are payable

**(d) Any other fees or costs incurred in connection with the issue**

Placement fees ranging from 4.5% of the value of shares placed to clients to 6% of the value of shares placed to clients are paid to various non-related parties that arranged the placement, plus the reimbursement of certain pre-approved costs associated with the arrangement of the placement.

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# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

26 April 2019

Name of entity

Altech Chemicals Limited

ABN

45 125 301 206

We (the entity) give ASX the following information.

### Part 1 - All issues

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

- |   |  |                            |
|---|--|----------------------------|
| 1 | +Class of +securities issued or to be issued   | Ordinary Shares            |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 131,127,497                |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Fully paid ordinary shares |

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4	<p>Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>Yes</p>
5	<p>Issue price or consideration</p>	<p>\$0.1085 per share</p>
6	<p>Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Continuation of construction of the Company's Malaysian high purity alumina plant (stage 2), for corporate and general working capital purposes and the payment of the balance of stage 1 construction activities.</p>
6a	<p>Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
6b	<p>The date the security holder resolution under rule 7.1A was passed</p>	<p>13 November 2018</p>
6c	<p>Number of +securities issued without security holder approval under rule 7.1</p>	<p>73,871,498</p>

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6d	Number of +securities issued with security holder approval under rule 7.1A	57,255,999				
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	-				
6f	Number of securities issued under an exception in rule 7.2	-				
6g	If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.	Yes, the 15 day VWAP of the Company's shares was \$0.13, 75% of this VWAP is \$0.0975, the calculation was at 11 April 2019 – the last trading date of the shares prior to the agreement of the issue price. Source: Petra Capital.				
6h	If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	Not applicable				
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	7.1: 12,012,501  7.1A: -				
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	26 April 2019				
8	Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>703,687,489</td> <td>Ordinary Shares</td> </tr> </tbody> </table>	Number	+Class	703,687,489	Ordinary Shares
Number	+Class					
703,687,489	Ordinary Shares					

+ See chapter 19 for defined terms.

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	5,500,000	Performance Rights: Employees & Consultants
	15,000,000	Performance Rights: Managing Director
	8,200,000	Performance Rights: Directors
10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	n/a	

## Part 2 - Bonus issue or pro rata issue

- 11 Is security holder approval required?
- 12 Is the issue renounceable or non-renounceable?
- 13 Ratio in which the +securities will be offered
- 14 +Class of +securities to which the offer relates
- 15 +Record date to determine entitlements
- 16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?
- 17 Policy for deciding entitlements in relation to fractions
- 18 Names of countries in which the entity has +security holders who will not be sent new issue documents  
Note: Security holders must be told how their entitlements are to be dealt with.  
 Cross reference: rule 7.7.
- 19 Closing date for receipt of acceptances or renunciations
- 20 Names of any underwriters
- 21 Amount of any underwriting fee or commission



- 22 Names of any brokers to the issue
- 23 Fee or commission payable to the broker to the issue
- 24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders
- 25 If the issue is contingent on +security holders' approval, the date of the meeting
- 26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled
- 27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders
- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?

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32 How do +security holders dispose of their entitlements (except by sale through a broker)?

33 +Despatch date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

#### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*Tick to indicate you are providing the information or documents*

35  If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36  If the +securities are +equity securities, a distribution schedule of the additional +securities 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

37  A copy of any trust deed for the additional +securities

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## Entities that have ticked box 34(b)

38	Number of securities for which +quotation is sought					
39	Class of +securities for which quotation is sought					
40	<p>Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>					
41	<p>Reason for request for quotation now</p> <p>Example: In the case of restricted securities, end of restriction period</p> <p>(if issued upon conversion of another security, clearly identify that other security)</p>					
42	<p>Number and +class of all +securities quoted on ASX (including the securities in clause 38)</p>	<table border="1"> <thead> <tr> <th data-bbox="743 1491 1034 1525">Number</th> <th data-bbox="1042 1491 1382 1525">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="743 1536 1034 1756"></td> <td data-bbox="1042 1536 1382 1756"></td> </tr> </tbody> </table>	Number	+Class		
Number	+Class					

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### Quotation agreement


1 +Quotation of our additional +securities is in ASX’s absolute discretion. ASX may quote the +securities on any conditions it decides.

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 those +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 737, 738 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 not available now, 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.

Sign here:  Date: 26 April 2019 (~~Director~~/Company Secretary)

Print name: Shane Volk

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+ See chapter 19 for defined terms.

# Appendix 3B – Annexure 1

## Calculation of placement capacity under rule 7.1 and rule 7.1A for +eligible entities

Introduced 01/08/12

### Part 1

<b>Rule 7.1 – Issues exceeding 15% of capital</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>Insert</b> number of fully paid ordinary securities on issue 12 months before date of issue or agreement to issue	426,540,542
<p><b>Add</b> the following:</p> <ul style="list-style-type: none"> <li>• Number of fully paid ordinary securities issued in that 12 month period under an exception in rule 7.2</li> <li>• Number of fully paid ordinary securities issued in that 12 month period with shareholder approval</li> <li>• Number of partly paid ordinary securities that became fully paid in that 12 month period</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>Include only ordinary securities here – other classes of equity securities cannot be added</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	102,300,606 (16-7-18 Placement approved by shareholders 12-6-18) 26,478,844 (6-8-18 Share Purchase Plan) 240,000 (6-8-18 Placement approved by shareholders 12-6-18) 17,000,000 (6-8-18 Vesting of Performance Rights)
<b>Subtract</b> the number of fully paid ordinary securities cancelled during that 12-month period	Nil
<b>“A”</b>	<b>572,559,992</b>

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<b>Step 2: Calculate 15% of “A”</b>	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
<b>Multiply “A” by 0.15</b>	<b>85,883,999</b>
<b>Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used</b>	
<p><b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> <li>• Under an exception in rule 7.2</li> <li>• Under rule 7.1A</li> <li>• With security holder approval under rule 7.1 or rule 7.4</li> </ul> <p><i>Note:</i></p> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i></li> <li>• <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	73,871,498 (26-4-19 Placement at \$0.1085)
“C”	<b>73,871,498</b>
<b>Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1</b>	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	<b>85,883,999</b>
<b>Subtract “C”</b> <i>Note: number must be same as shown in Step 3</i>	(73,871,498)
<b>Total [“A” x 0.15] – “C”</b>	<b>12,012,501</b> <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

## Part 2

<b>Rule 7.1A – Additional placement capacity for eligible entities</b>	
<b>Step 1: Calculate “A”, the base figure from which the placement capacity is calculated</b>	
<b>“A”</b>  <i>Note: number must be same as shown in Step 1 of Part 1</i>	<b>572,559,992</b>
<b>Step 2: Calculate 10% of “A”</b>	
<b>“D”</b>	0.10  <i>Note: this value cannot be changed</i>
<b>Multiply “A” by 0.10</b>	<b>57,255,999</b>
<b>Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used</b>	
<b>Insert</b> number of equity securities issued or agreed to be issued in that 12 month period under rule 7.1A  <i>Notes:</i> <ul style="list-style-type: none"> <li>• <i>This applies to equity securities – not just ordinary securities</i></li> <li>• <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i></li> <li>• <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i></li> <li>• <i>It may be useful to set out issues of securities on different dates as separate line items</i></li> </ul>	57,255,999 (26-4-19 Placement at \$0.1085)
<b>“E”</b>	<b>57,255,999</b>

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<b>Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A</b>	
<p>"A" x 0.10</p> <p><i>Note: number must be same as shown in Step 2</i></p>	<b>57,255,999</b>
<p><b>Subtract "E"</b></p> <p><i>Note: number must be same as shown in Step 3</i></p>	(57,255,999)
<p><b>Total</b> ["A" x 0.10] – "E"</p>	<p><b>Nil</b></p> <p><i>Note: this is the remaining placement capacity under rule 7.1A</i></p>

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