

# Lander & Rogers

## Lawyers

27 June 2016

Market Announcements Office  
ASX Limited  
20 Bridge Street  
Sydney NSW 2000

Our ref: ADI:MCH:2050347  
Office: Sydney  
BY FAX: 1300 135 638


Dear Sir / Madam

### Notice of Initial Substantial Holder

We act for John C. Huizenga, Huizenga Exploration Group, LLC, John C. Huizenga Trust, The J.C. Huizenga Family Trust and their controlled entities (including Southern Cross Capital Pty Limited) (each a member of the **Huizenga Group**).

In accordance with section 671B(1) of the Corporations Act, on behalf of the Huizenga Group, we attach a copy of a notice of initial substantial holder which was sent to Marmota Energy Limited today.

Yours faithfully



Alex Ding | Partner  
D +61 2 8020 7999  
ading@landers.com.au

Sydney	Melbourne	Brisbane
Level 19 123 Pitt Street Sydney NSW 2000 Australia DX 10212 Sydney Stock Exchange NSW T +61 2 8020 7700 F +61 2 8020 7701	Level 12 600 Bourke Street Melbourne VIC 3000 Australia GPO Box 1842 Melbourne VIC 3001 Australia DX 370 Melbourne VIC T +61 3 9269 9000 F +61 3 9269 9001	Level 21 345 Queen Street Brisbane QLD 4000 Australia PO Box 10931 Adelaide Street Brisbane QLD 4000 Australia DX 295 Brisbane QLD T +61 7 3456 5000 F +61 7 3221 2456

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

**IQ Company Name/Scheme** Marmola Energy Limited ("MEU")

**ACN/ARSN** 119 270 816

**1. Details of substantial holder (1)**

**Name** Mr John C. Huizenga, Huizenga Exploration Group, LLC, John C. Huizenga Trust, The J.C. Huizenga Family Trust and their controlled entities (including Southern Cross Capital Pty Limited)

**ACN/ARSN (if applicable)** ACN 610 572 640

The holder became a substantial holder on 24/06/2016

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully paid ordinary shares ("MEU Shares")	33,000,000	33,000,000	7.95% (based on 412,798,354 MEU Shares on issue on 24 June 2016)

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Southern Cross Capital Pty Limited	Registered holder of 17,250,000 MEU Shares issued on 1 April 2016 pursuant to the Application Form dated 29 March 2016 (a true copy of which is annexed to this notice and marked "A") and 15,750,000 MEU Shares issued on 24 June 2016 pursuant to the Application Form dated 19 June 2016 (a true copy of which is annexed to this notice and marked "B")	33,000,000 MEU Shares
Huizenga Exploration Group, LLC	Taken under s 608(3)(b) of the Corporations Act to have a relevant interest in the MEU Shares in which Southern Cross Capital Pty Limited has a relevant interest, by virtue of having control of Southern Cross Capital Pty Limited	33,000,000 MEU Shares
John C. Huizenga Trust	Taken under s 608(3)(a) of the Corporations Act to have a relevant interest in the MEU Shares in which Southern Cross Capital Pty Limited has a relevant interest, by virtue of having voting power of more than 20% in Huizenga Exploration Group, LLC	33,000,000 MEU Shares
Huizenga Heritage, LLC	Taken under s 608(3)(a) of the Corporations Act to have a relevant interest in the MEU Shares in which Southern Cross Capital Pty Limited has a relevant interest, by virtue of having voting power of more than 20% in Huizenga Exploration Group, LLC	33,000,000 MEU Shares
The J.C. Huizenga Family Trust	Taken under s 608(3)(b) of the Corporations Act to have a relevant interest in the MEU Shares in which Southern Cross Capital Pty Limited has a relevant interest, by virtue of having control of Huizenga Heritage, LLC	33,000,000 MEU Shares

Each of the other entities controlled by John C. Hutzenga Trust and The J.C. Hutzenga Family Trust	Taken under s 608(3) of the Corporations Act to have a relevant interest in the MEU Shares in which Southern Cross Capital Pty Limited has a relevant interest, by virtue of the relevant interest held by each entity's associates including John C. Hutzenga Trust and The J.C. Hutzenga Family Trust	33,000,000 MEU Shares
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#### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (s)	Class and number of securities
Each person named in section 3 above	Southern Cross Capital Pty Limited	Southern Cross Capital Pty Limited	33,000,000 MEU Shares

#### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (s)		Class and number of securities
		Cash	Non-cash	
Southern Cross Capital Pty Limited	01/04/16	\$258,750	Nil	17,250,000 MEU Shares
Southern Cross Capital Pty Limited	24/06/16	\$267,750	Nil	15,750,000 MEU Shares
Each other person named in section 3 above	24/06/16	None - a deemed interest	None - a deemed interest	33,000,000 MEU Shares

#### 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
See section 3 above	See section 3 above

#### 7. Addresses

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

Name	Address
Southern Cross Capital Pty Limited	Cosec Consulting Pty Ltd 58 Gipps Street Collingwood, VIC 3066
Hutzenga Exploration Group, LLC	3755 36th Street, Suite 200 Grand Rapids, MI 49512, United States of America
John C. Hutzenga Trust	3755 36th Street, Suite 200 Grand Rapids, MI 49512, United States of America
Hutzenga Heritage, LLC	3755 36th Street, Suite 200 Grand Rapids, MI 49512, United States of America
The J.C. Hutzenga Family Trust	3755 36th Street, Suite 200 Grand Rapids, MI 49512, United States of America
Each of the other entities controlled by John C. Hutzenga Trust and The J.C. Hutzenga Family Trust	3755 36th Street, Suite 200 Grand Rapids, MI 49512, United States of America

**Signature**

print name Chad Nyboer

capacity Director

sign here



date 24 '06' 2016

**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 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 606 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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 2001.
- (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) Details of the consideration must include any and all benefits, moneys 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.

**ANNEXURE A**

*This Is Annexure A of 4 pages, referred to in Form 603 Notice of initial substantial holder*

Name: Chad Nyboer

Capacity: Director

Signature: 

Date: 24-06-2016



### APPLICATION FORM

#### **MARMOTA ENERGY LIMITED**

**ACN: 119 270 816**

**("the Company")**

**Registered Office:**

**Unit 6, 79-81 Brighton Road, Glenelg, South Australia, 5045, Australia**

Please comply with the instructions set out below as to the correct manner of completing the Applicant details, particularly for partnerships, trusts, superannuation funds, deceased estates.

#### **Name and Address of Applicant:**

**Applicant 1: Mr/Mrs/Miss/Ms**

**Surname**

**Given Names**

**Applicant 2: Mr/Mrs/Miss/Ms**

**Surname**

**Given Names**

(delete which does not apply)

~~Shares will be held beneficially/non-beneficially~~

**Corporate Applicant:  
(if applicable):**

**Southern Cross Capital Pty Ltd**

**Contact Person:**

**Blair Lucas**

**ACN: 610 572 640**

**Account designation  
(if applicable):**

**HIN:**

**Mailing address:**

~~C/ BDO (CEM)~~

~~Level 11, 4 Margaret Street~~

**C/ CoSec Consulting  
58 Gipps Street**

**Street**

~~Sydney~~

**NSW**

**2000**

**Collingwood**

**VIC**

**3066**

**Suburb**

**State**

**Postcode**

**Other contact details:**

~~0403 252 622~~

**blair.lucas@cossec.com.au**

~~03 9419 7807~~

**reports@southerncrosscapital.com.au**

**Best phone number  
for contact**

**Email address**

#### **Tax File Number Information**

**(Completion of this information is optional. Please consult your tax adviser.)**

Australian residents note: you are not obliged to quote a Tax File Number ("TFN") or exemption details when applying for securities. However, if the Company has not been notified, tax will be deducted from any distributions made by the Company at the highest marginal tax rate (including the Medicare Levy) until the relevant TFN or exemption details have been provided to the Company in writing. If you are in any doubt as to the quotation of your TFN or exemption details, you should consult your financial adviser or the Australian Taxation Office.

**Tax File Number:**

**Tax File Number:**

**First applicant**

**Second applicant**

**Tax File Number Exemption:**

**977 329 756**

**Details of Application:**

The Applicant applies for 17,250,000 fully paid ordinary shares in the Company (Shares) at an issue price of \$0.015 per share at a total Application Amount of A\$258,750 on the terms set out in this Application Form.



\*I/We enclose a cheque or money order for the total Application Amount

OR

**Direct Deposit**

\*I/We have deposited the total Application Amount in the Company's account and attach confirmation of this deposit.

Marmota Energy Limited  
BANK : National Australia Bank  
BSB: 085-375  
Account No.: 87-270-5067

Date of deposit: 30-3-16

Please ensure you use the Applicant name for the shares to be issued to as your reference when direct depositing.

**Cheques or Money Orders for the amount payable on application are to be made payable to Marmota Energy Limited.**

By making this offer to apply for Shares (Offer) you represent, warrant and agree for the benefit of the Company and its associates (as defined in the Corporations Act) that:

1. you have had access to all information that you believe is necessary or appropriate in connection with your acceptance of the Offer to purchase Shares. You acknowledge and agree that you will not hold the Company or any of its associates responsible for any misstatements in, or omissions from, any publicly available information concerning the Company or the investor presentation;
2. you have made and relied upon your own assessment of the Company and have conducted your own investigation with respect to the Shares and the Company including, without limitation, the particular legal and tax consequences of purchasing, owning or disposing of the Shares in light of your particular situation as well as any consequences arising under the laws of any other taxing jurisdiction;
3. you have not relied on any investigation that the Company or any of its associates or any persons acting on their behalf may have conducted with respect to the Shares or the Company. None of such persons has made any representation to you, express or implied, with respect to the Shares or the Company;
4. the representations and warranties made by you are true and correct as at the date of this application form and will be true and correct as at the date of the allotment of the Shares;
5. all details in this Application Form are true and correct;
6. if this Application is signed under Power of Attorney: you have not received notice of revocation of that power (a certified copy of the Power of Attorney should be submitted with this Application Form);
7. if signing as sole signatory on behalf of a company: you are signing as sole director and sole secretary of the company;
8. if investing as a trustee: you are acting in accordance with the powers granted under the trust deed of the trust and all applicable laws;
9. you agree to be bound by the terms and conditions of the constitution of the Company as may be amended from time to time;
10. you understand that this Application may not be processed if it is not completed fully (however, tax file number information is not compulsory);
11. you understand that the Company may reject this application at its discretion or may issue some but not all of the Shares applied for under this Application Form;

## 12. (if you are not an Australian resident):


- (a) you are a person to whom the Shares can lawfully be offered under all applicable laws, including laws applicable in your place of residence, and to whom the Shares can be lawfully issued without causing you or the Company to breach any applicable laws; and
- (b) you have not received any information from the Company in relation to this application other than information you have received as an existing shareholder of the Company;

## 13. (If you are an Australian resident):

- (a) you are a person to whom an offer and issue of Shares can be made without disclosure as a result of sub-sections 708(8), (10) or (11) of the Corporations Act; and
- (b) you have not received any information from the Company in relation to this application other than information you have received as an existing shareholder of the Company;

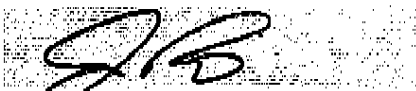
## 14. You further acknowledge and agree that:

- (a) no disclosure document has been prepared or will be filed with ASIC pursuant to the Corporations Act in respect of the Shares applied for;
- (b) the Offer does not constitute a securities recommendation;
- (c) the Offer is a personal offer to you and you are not entitled to assign, transfer or otherwise deal with your rights and obligations following your acceptance of the Offer, which will be irrevocable;
- (d) you have made your own enquiries and your own assessment as to the assets and liabilities, financial position, profits and losses and prospects of the Company, and the rights attaching to its shares;
- (e) acquisition of the Shares involves a degree of risk; and
- (f) except to the extent that liability cannot by law be excluded, the Company and each of its respective associates (including the directors, officers, employees and advisers of the Company), do not accept any responsibility in relation to the Offer or your acquisition of any Shares.


  
 Signature  
 (Applicant 1/authorised person)

  
 Print name

  
 Date

  
 Signature  
 (Applicant 2/authorised person)

  
 Print name

  
 Date



**Correct Form of Registrable Name(s)**

<b>Type of Investor</b>	<b>Correct Form</b>	<b>Example of Incorrect Forms</b>
<b>Trusts</b> (do not use the name of the trust; use trustee(s) personal names)	Fred Anthony Smith  <b>Account designation:</b> <Fred Smith Family A/c>	<del>Fred Smith Family Trust</del>
<b>Individuals</b> If more than one individual and you wish to hold as tenants in common you must tick the relevant box and note the respective interests of each person	Fred Anthony Smith	<del>F. Smith or Fred A. Smith</del>
<b>Deceased Estates</b> (use executor(s) personal name(s))	Fred Anthony Smith  <b>Account designation:</b> <Estate of Marty Smith A/c>	<del>Estate of late Marty Smith</del>
<b>Partnerships</b> (use partners personal names)	Fred Anthony Smith and John Matthew Doe	<del>Smith &amp; Co</del>
<b>Superannuation Funds – Individual Trustee</b> (do not use name of the fund; use individual names of trustees. Provide Super Fund TFN in space provided)	Fred Anthony Smith  <b>Account designation:</b> <Smith Super Fund A/c>	<del>Fred Smith Super Fund</del>
<b>Superannuation Funds – Corporate Trustee</b> (do not use name of the fund; complete corporate details. Provide Super Fund TFN if available in space provided)	Fred Smith Pty Ltd  <b>Account designation:</b> <Smith Super Fund A/c>	<del>Fred Smith Pty Ltd Superannuation Fund</del>

Please return the completed Application Form and the required funds to:

**ANNEXURE B**

*This is Annexure B of 4 pages, referred to in Form 603 Notice of initial substantial holder*

Name: Chad Nyboer

Capacity: Director

Signature: 

Date: 24-06-2016



### APPLICATION FORM

#### MARMOTA ENERGY LIMITED

ACN: 119 270 816

("the Company")

Registered Office:

Unit 6, 79-81 Brighton Road, Glenelg, South Australia, 5045, Australia

Please comply with the instructions set out below as to the correct manner of completing the Applicant details, particularly for partnerships, trusts, superannuation funds, deceased estates.

#### Name and Address of Applicant:

Applicant 1: Mr/Mrs/Miss/Ms

Surname

Given Names

Applicant 2: Mr/Mrs/Miss/Ms

Surname

Given Names

(delete which does not apply)

Shares will be held beneficially/non-beneficially

Corporate Applicant:  
(if applicable):

Southern Cross Capital Pty Ltd

Contact Person:

Blair Lucas

ACN:

610 572 640

Account designation  
(if applicable):

HIN:

Mailing address:

c/o CoSec Consulting, 58 Gipps Street

Street

Collingwood

VIC

3066

Suburb

State

Postcode

Other contact details:

03 9419 7807

reports@southerncrosscapital.com.au

Best phone number  
for contact

Email address

#### Tax File Number Information

(Completion of this information is optional. Please consult your tax adviser.)

Australian residents note: you are not obliged to quote a Tax File Number ("TFN") or exemption details when applying for securities. However, if the Company has not been notified, tax will be deducted from any distributions made by the Company at the highest marginal tax rate (including the Medicare Levy) until the relevant TFN or exemption details have been provided to the Company in writing. If you are in any doubt as to the quotation of your TFN or exemption details, you should consult your financial adviser or the Australian Taxation Office.

Tax File Number:

Tax File Number:

First applicant

Second applicant

Tax File Number Exemption:

977 329 766

**Details of Application:**

The Applicant applies for 15,750,000 fully paid ordinary shares in the Company (**Shares**) at an issue price of \$0.017 per share at a total Application Amount of A\$267,750 on the terms set out in this Application Form with payment to be made on or before 24 June 2016.



\*I/We enclose a cheque or money order for the total Application Amount

**OR**

**Direct Deposit**



\*I/We have deposited the total Application Amount in the Company's account and attach confirmation of this deposit.

Marmota Energy Limited  
BANK: National Australia Bank  
BSB: 085-375  
Account No.: 87-270-5067

Date of deposit: \_\_\_\_\_

**Please ensure you use the Applicant name for the shares to be issued to as your reference when direct depositing.**

**Cheques or Money Orders for the amount payable on application are to be made payable to Marmota Energy Limited.**

By making this offer to apply for Shares (Offer) you represent, warrant and agree for the benefit of the Company and its associates (as defined in the Corporations Act) that:

1. you have had access to all information that you believe is necessary or appropriate in connection with your acceptance of the Offer to purchase Shares. You acknowledge and agree that you will not hold the Company or any of its associates responsible for any misstatements in, or omissions from, any publicly available information concerning the Company or the investor presentation;
2. you have made and relied upon your own assessment of the Company and have conducted your own investigation with respect to the Shares and the Company including, without limitation, the particular legal and tax consequences of purchasing, owning or disposing of the Shares in light of your particular situation as well as any consequences arising under the laws of any other taxing jurisdiction;
3. you have not relied on any investigation that the Company or any of its associates or any persons acting on their behalf may have conducted with respect to the Shares or the Company. None of such persons has made any representation to you, express or implied, with respect to the Shares or the Company;
4. the representations and warranties made by you are true and correct as at the date of this application form and will be true and correct as at the date of the allotment of the Shares;
5. all details in this Application Form are true and correct;
6. if this Application is signed under Power of Attorney: you have not received notice of revocation of that power (a certified copy of the Power of Attorney should be submitted with this Application Form);
7. if signing as sole signatory on behalf of a company: you are signing as sole director and sole secretary of the company;
8. if investing as a trustee: you are acting in accordance with the powers granted under the trust deed of the trust and all applicable laws;
9. you agree to be bound by the terms and conditions of the constitution of the Company as may be amended from time to time;
10. you understand that this Application may not be processed if it is not completed fully (however, tax file number information is not compulsory);

11. you understand that the Company may reject this application at its discretion or may issue some but not all of the Shares applied for under this Application Form;

12. (If you are not an Australian resident):


- (a) you are a person to whom the Shares can lawfully be offered under all applicable laws, including laws applicable in your place of residence, and to whom the Shares can be lawfully issued without causing you or the Company to breach any applicable laws; and
- (b) you have not received any information from the Company in relation to this application other than information you have received as an existing shareholder of the Company;

13. (If you are an Australian resident):

- (a) you are a person to whom an offer and issue of Shares can be made without disclosure as a result of sub-sections 708(8), (10) or (11) of the Corporations Act; and
- (b) you have not received any information from the Company in relation to this application other than information you have received as an existing shareholder of the Company;

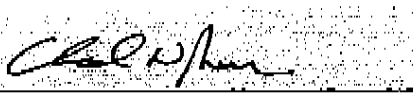
14. You further acknowledge and agree that:

- (a) no disclosure document has been prepared or will be filed with ASIC pursuant to the Corporations Act in respect of the Shares applied for;
- (b) the Offer does not constitute a securities recommendation;
- (c) the Offer is a personal offer to you and you are not entitled to assign, transfer or otherwise deal with your rights and obligations following your acceptance of the Offer, which will be irrevocable;
- (d) you have made your own enquiries and your own assessment as to the assets and liabilities, financial position, profits and losses and prospects of the Company, and the rights attaching to its shares;
- (e) acquisition of the Shares involves a degree of risk; and
- (f) except to the extent that liability cannot by law be excluded, the Company and each of its respective associates (including the directors, officers, employees and advisers of the Company), do not accept any responsibility in relation to the Offer or your acquisition of any Shares.

  
Signature  
(Applicant 1/authorised person)

BLAIR ANDREW LUCAS  
Print name

19.6.2016  
Date

  
Signature  
(Applicant 2/authorised person)

CHAD EUGENE NYBOM  
Print name

6/19/2016  
Date

**Correct Form of Registrable Name(s)**

Type of Investor	Correct Form	Example of Incorrect Forms
<b>Trusts</b> (do not use the name of the trust; use trustee(s) personal names)	Fred Anthony Smith  <b>Account designation:</b> <Fred Smith Family A/c>	<del>Fred Smith Family Trust</del>
<b>Individuals</b> If more than one individual and you wish to hold as tenants in common you must tick the relevant box and note the respective interests of each person	Fred Anthony Smith	<del>F. Smith or Fred A Smith</del>
<b>Deceased Estates</b> (use executor(s) personal name(s))	Fred Anthony Smith  <b>Account designation:</b> <Estate of Marty Smith A/c>	<del>Estate of late Marty Smith</del>
<b>Partnerships</b> (use partners personal names)	Fred Anthony Smith and John Matthew Doe	<del>Smith &amp; Co</del>
<b>Superannuation Funds – Individual Trustee</b> (do not use name of the fund; use individual names of trustees. Provide Super Fund TFN in space provided)	Fred Anthony Smith  <b>Account designation:</b> <Smith Super Fund A/c>	<del>Fred Smith Super Fund</del>
<b>Superannuation Funds – Corporate Trustee</b> (do not use name of the fund; complete corporate details. Provide Super Fund TFN if available in space provided)	Fred Smith Pty Ltd  <b>Account designation:</b> <Smith Super Fund A/c>	<del>Fred Smith Pty Ltd Superannuation Fund</del>

Please return the completed Application Form and the required funds to: