

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002.

Name of entity

AMITY OIL LIMITED

ABN

75 009 230 835

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 | Unlisted Options | | | | | | | | | | |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | <table border="1"><tr><td>(a)</td><td>250,000</td></tr><tr><td>(b)</td><td>240,000</td></tr><tr><td>(c)</td><td>1,500,000</td></tr><tr><td>Total</td><td>1,990,000</td></tr></table> | (a) | 250,000 | (b) | 240,000 | (c) | 1,500,000 | Total | 1,990,000 | | |
| (a) | 250,000 | | | | | | | | | | | |
| (b) | 240,000 | | | | | | | | | | | |
| (c) | 1,500,000 | | | | | | | | | | | |
| Total | 1,990,000 | | | | | | | | | | | |
| 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) | <table border="1"><tr><td>(a) 250,000 options:</td></tr><tr><td> i) expire on 15 May 2007</td></tr><tr><td> ii) exercise price \$1.22</td></tr><tr><td> iii) issued under Amity Oil Limited Employee Option Plan as approved by shareholders at a meeting on 7 November 2002.</td></tr><tr><td>(b) 240,000 options:</td></tr><tr><td> i) expire on 23 April 2007</td></tr><tr><td> ii) exercise price \$1.22</td></tr><tr><td>(c) 1,500,000 options:</td></tr><tr><td> i) expire on 1 July 2007</td></tr><tr><td> ii) exercise price of \$1.35</td></tr></table> | (a) 250,000 options: | i) expire on 15 May 2007 | ii) exercise price \$1.22 | iii) issued under Amity Oil Limited Employee Option Plan as approved by shareholders at a meeting on 7 November 2002. | (b) 240,000 options: | i) expire on 23 April 2007 | ii) exercise price \$1.22 | (c) 1,500,000 options: | i) expire on 1 July 2007 | ii) exercise price of \$1.35 |
| (a) 250,000 options: | | | | | | | | | | | | |
| i) expire on 15 May 2007 | | | | | | | | | | | | |
| ii) exercise price \$1.22 | | | | | | | | | | | | |
| iii) issued under Amity Oil Limited Employee Option Plan as approved by shareholders at a meeting on 7 November 2002. | | | | | | | | | | | | |
| (b) 240,000 options: | | | | | | | | | | | | |
| i) expire on 23 April 2007 | | | | | | | | | | | | |
| ii) exercise price \$1.22 | | | | | | | | | | | | |
| (c) 1,500,000 options: | | | | | | | | | | | | |
| i) expire on 1 July 2007 | | | | | | | | | | | | |
| ii) exercise price of \$1.35 | | | | | | | | | | | | |

4 Do the ⁺securities rank equally in all respects from the date of allotment with an existing ⁺class of quoted ⁺securities? If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	The shares issued upon the exercising of the options will rank equally in all respects from the date of allotment with existing ordinary shares.						
5 Issue price or consideration	Nil						
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	(a) 250,000 issued under the Amity Oil Limited Employee Option Plan as approved by shareholders at a meeting on 7 November 2002. (b) 240,000 issued to three permanent workers in Amity's Turkish operations. (c) 1,500,000 issued to Mr Howard McLaughlin on his appointment as CEO.						
7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates	(a) 16 May 2003 (b) 16 May 2003 (c) 1 July 2003						
8 Number and ⁺class of all ⁺securities quoted on ASX (including the securities in clause 2 if applicable)	<table> <tr> <th data-bbox="686 1433 989 1500">Number</th><th data-bbox="989 1433 1279 1500">⁺Class</th></tr> <tr> <td data-bbox="686 1500 989 1590">158,829,563</td><td data-bbox="989 1500 1279 1590">Fully paid ordinary shares</td></tr> <tr> <td data-bbox="686 1590 989 1870">38,231,309</td><td data-bbox="989 1590 1279 1870">Options exercisable at \$1.00 and expiring on 4 September 2004.</td></tr> </table>	Number	⁺ Class	158,829,563	Fully paid ordinary shares	38,231,309	Options exercisable at \$1.00 and expiring on 4 September 2004.
Number	⁺ Class						
158,829,563	Fully paid ordinary shares						
38,231,309	Options exercisable at \$1.00 and expiring on 4 September 2004.						

	Number	*Class																				
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	<table><tr><td>1,000,000</td><td>Options exercisable at 50 cents expiring on or before 26 September 2005</td></tr><tr><td>800,000</td><td>Options exercisable at \$1.22 expiring on or before 29 November 2005.</td></tr><tr><td>1,000,000</td><td>Options exercisable at \$1.00 on or before 10 January 2006.</td></tr><tr><td>1,400,000</td><td>Options exercisable at \$1.22 on or before 11 November 2006</td></tr><tr><td>815,000*</td><td>Options exercisable at \$1.22 on or before 20 December 2006</td></tr><tr><td>100,000</td><td>Options exercisable at \$1.22 on or before 24 February 2007</td></tr><tr><td>240,000</td><td>Options exercisable at \$1.22 on or before 23 April 2007</td></tr><tr><td>250,000</td><td>Options exercisable at \$1.22 on or before 15 May 2007.</td></tr><tr><td>1,500,000</td><td>Options exercisable at \$1.35 On or before 1 July 2007</td></tr><tr><td colspan="2">*25,000 of these options lapsed on 20 June 2003.</td></tr></table>	1,000,000	Options exercisable at 50 cents expiring on or before 26 September 2005	800,000	Options exercisable at \$1.22 expiring on or before 29 November 2005.	1,000,000	Options exercisable at \$1.00 on or before 10 January 2006.	1,400,000	Options exercisable at \$1.22 on or before 11 November 2006	815,000*	Options exercisable at \$1.22 on or before 20 December 2006	100,000	Options exercisable at \$1.22 on or before 24 February 2007	240,000	Options exercisable at \$1.22 on or before 23 April 2007	250,000	Options exercisable at \$1.22 on or before 15 May 2007.	1,500,000	Options exercisable at \$1.35 On or before 1 July 2007	*25,000 of these options lapsed on 20 June 2003.	
1,000,000	Options exercisable at 50 cents expiring on or before 26 September 2005																					
800,000	Options exercisable at \$1.22 expiring on or before 29 November 2005.																					
1,000,000	Options exercisable at \$1.00 on or before 10 January 2006.																					
1,400,000	Options exercisable at \$1.22 on or before 11 November 2006																					
815,000*	Options exercisable at \$1.22 on or before 20 December 2006																					
100,000	Options exercisable at \$1.22 on or before 24 February 2007																					
240,000	Options exercisable at \$1.22 on or before 23 April 2007																					
250,000	Options exercisable at \$1.22 on or before 15 May 2007.																					
1,500,000	Options exercisable at \$1.35 On or before 1 July 2007																					
*25,000 of these options lapsed on 20 June 2003.																						
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable.																				

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 <i>in full</i> through a broker?	
31	How do *security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	
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

(If the additional securities do not form a new class, go to 43)

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

(now go to 43)

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 Do the ⁺securities rank equally in all respects from the date of allotment with an existing ⁺class of quoted ⁺securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

42 Number and ⁺class of all ⁺securities quoted on ASX (including the securities in clause 38)

Number	⁺ Class

(now go to 43)

All entities

Fees

43 Payment method (tick one)

☐

Cheque attached

☐

Electronic payment made

Note: Payment may be made electronically if Appendix 3B is given to ASX electronically at the same time.

☐

Periodic payment as agreed with the home branch has been arranged

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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: 1 July, 2003

(Company secretary)

Print name: DAVID RICH

=====