



## ShieldLiner Limited

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30 March 2005

The Manager  
Companies Announcements Office  
Australian Stock Exchange Limited

### **ASX Announcement**

#### **Grant of Options to Employees - Appendix 3B**

We refer to our announcement of 23 February 2005 whereby the company had agreed that subject to the satisfactory achievement of the commissioning milestone test of successfully lining 100 metres of 300 millimeter concrete pipe in one lining run by the end of March 2005 that the company would grant a total of 200,000 options to two employees of the company pursuant to the provisions of the company's employee share option scheme ("the Scheme").

The company announced to the ASX on 29 March 2005 that it had successfully lined 100 metres of 300 millimeter concrete pipe in one lining run and as the grant of the options has now become unconditional we have enclosed an appendix 3B new issue announcement in respect of the grant of the options.

As noted in the 23 February 2005 announcement, the grant of the options is to two key employees who have lead the construction, refinement and testing of the first generation production equipment for relining pipes using the ShieldLiner System. The grant of the options is in recognition of the tremendous efforts of these employees in taking the equipment from basic prototype equipment to equipment capable of being used commercially.

The terms of the Scheme have previously been approved by shareholders and these are the first options issued pursuant to the Scheme. Options representing up to 5% of the company's capital (currently 5 % represents up to 1,798,750 options) can be issued under the scheme. The exercise price of the options is 30 cents and the term of the options is five years from 18 February 2005.

John Hassen  
Managing Director

**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, 1/1/2003.

Name of entity

ShieldLiner Limited

ABN

80 096 870 978

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                                                                                                                                                                                                 | Options                                                          |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued                                                                                                                                                | 200,000                                                          |
| 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) | Exercise price — 30 cents each<br>Expiry date — 18 February 2010 |

|   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                                                                                                                                                                                                     |                    |
|---|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|
| 4 | Do the <sup>+</sup> securities rank equally in all respects from the date of allotment with an existing <sup>+</sup> class of quoted <sup>+</sup> securities?<br><br>If the additional securities do not rank equally, please state: <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> | No                                                                                                                                                                                                                                                                  |                    |
| 5 | Issue price or consideration                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Nil                                                                                                                                                                                                                                                                 |                    |
| 6 | Purpose of the issue<br>(If issued as consideration for the acquisition of assets, clearly identify those assets)                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Grant of options pursuant to the provisions of the company's employee share option scheme to two key employees who have lead the construction, refinement and testing of the first generation production equipment for relining pipes using the ShieldLiner System. |                    |
| 7 | Dates of entering <sup>+</sup> securities into uncertificated holdings or despatch of certificates                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 30 March 2005                                                                                                                                                                                                                                                       |                    |
| 8 | Number and <sup>+</sup> class of all <sup>+</sup> securities quoted on ASX (including the securities in clause 2 if applicable)                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Number                                                                                                                                                                                                                                                              | <sup>+</sup> Class |
|   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 35,975,000                                                                                                                                                                                                                                                          | Ordinary           |

<sup>+</sup> See chapter 19 for defined terms.

|    |                                                                                                             |           |         |
|----|-------------------------------------------------------------------------------------------------------------|-----------|---------|
| 9  | Number and *class of all *securities not quoted on ASX (including the securities in clause 2 if applicable) | Number    | *Class  |
|    |                                                                                                             | 1,400,000 | Options |
| 10 | Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)          |           |         |

**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<br><br><small>Note: Security holders must be told how their entitlements are to be dealt with.<br/>Cross reference: rule 7.7.</small> |  |  |
| 19 | Closing date for receipt of acceptances or renunciations                                                                                                                                                                                    |  |  |

+ See chapter 19 for defined terms.

|    |                                                                                                                                                             |  |
|----|-------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 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?                                                |  |

\* See chapter 19 for defined terms.

- 32 How do <sup>+</sup>security holders dispose of their entitlements (except by sale through a broker)?
- 33 <sup>+</sup>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 <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders
- 36 ☐ If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>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 <sup>+</sup>securities

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<sup>+</sup> See chapter 19 for defined terms.

**Entities that have ticked box 34(b)**

| 38     | Number of securities for which<br>*quotation is sought                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                         |        |        |  |  |
|--------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|--------|--------|--|--|
| 39     | Class of *securities for which<br>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     | Number and *class of all *securities quoted on ASX ( <i>including</i> the securities in clause 38)                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <table border="1"> <thead> <tr> <th>Number</th> <th>*Class</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> </tr> </tbody> </table> | Number | *Class |  |  |
| Number | *Class                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                         |        |        |  |  |
|        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                         |        |        |  |  |

+ See chapter 19 for defined terms.

**Quotation agreement**

- 1      <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>+</sup>securities on any conditions it decides.
- 2      We warrant the following to ASX.

- The issue of the <sup>+</sup>securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those <sup>+</sup>securities should not be granted <sup>+</sup>quotation.
- An offer of the <sup>+</sup>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 <sup>+</sup>securities to be quoted and that no-one has any right to return any <sup>+</sup>securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the <sup>+</sup>securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the <sup>+</sup>securities to be quoted, it has been provided at the time that we request that the <sup>+</sup>securities be quoted.
- If we are a trust, we warrant that no person has the right to return the <sup>+</sup>securities to be quoted under section 1019B of the Corporations Act at the time that we request that the <sup>+</sup>securities be quoted.

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<sup>+</sup> See chapter 19 for defined terms.



- 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: .....  
(Director/Company secretary)

Date: ..30 March 2005.

Print name: John Hassen

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\* See chapter 19 for defined terms.