



8 July 2011

The Manager
Company Announcements Office
ASX Limited

FOR IMMEDIATE RELEASE TO THE MARKET

**ENERJI LTD
Notice under Section 708A(5)**

Enerji Ltd (**Company**) advises that on 8th July 2011, the Company issued 4,203,334 shares and 1,666,667 unlisted options to a private investor. The securities were fully paid ordinary shares and were part of a class of securities quoted on ASX Limited. The issue of shares is for the provision of corporate services and brokerage commissions. An Appendix 3B in relation to the issue is attached.

The Company gives this notice pursuant to Section 708A(5) 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; and Section 674 of the Corporations Act.
- (b) There is no excluded information for the purposes of Sections 708A(7) and (8) of the Corporations Act.

Yours faithfully

A handwritten signature in black ink, appearing to be 'GR', written over a horizontal line.

Geoffrey Reid
Company Secretary

About Enerji

Enerji (ASX: ERJ) is an emerging green power utility specialising in the provision of 3rd Generation Opcon Powerbox waste heat conversion technology.

Enerji has the exclusive Australian sales and distribution rights to the proven Powerbox technology, which converts waste heat into green electricity, as well as options for Malaysia, Thailand, Singapore and Sub-Saharan Africa.

The Powerbox represents a significant commercial opportunity in Australia through application to industrial, mining and power generation operations.

Enerji plans to maximise this opportunity and generate shareholder returns through revenue from long term energy off-take agreements.

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, 24/10/2005.

Name of entity

Enerji Limited

ABN

62 009 423 189

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
Unlisted Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 4,203,334 Ordinary Shares
1,666,667 Unlisted Options |
| 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) | Ordinary Fully Paid Shares
Unlisted Options exercise price \$0.03,
expiring 30 June 2015 |

+ See chapter 19 for defined terms.

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	All Fully Paid Shares issued will rank equally with existing Fully Paid Ordinary Shares on issue
5 Issue price or consideration	1.8 cents per Ordinary Share \$nil per Unlisted Option
6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Share based payment for corporate services and brokerage commissions.
7 Dates of entering +securities into uncertificated holdings or despatch of certificates	8 July 2011

8	Number and ⁺ class of all ⁺ securities quoted on ASX (including the securities in clause 2 if applicable)	Number	⁺ Class
		655,140,181	Ordinary Shares
		64,737,700	Options exercisable at \$0.20 on or before 31 December 2016
9	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the securities in clause 2 if applicable)	Up to 230,879,422	Options exercisable at \$0.03 on or before 30 June 2015
		Number	⁺ Class
		41,701,418	Ordinary Shares
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	27,566,675	Unlisted Options exercisable at \$0.03 on or before 30 June 2015
		100	Convertible Bonds
		No dividend policy has been established	

Part 2 - Bonus issue or pro rata issue

Items 11 to 33 not applicable

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)

Items 35 to 42 not applicable

⁺ See chapter 19 for defined terms.

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:


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(Director/Company secretary)

Date: 8th July 2011

Print name:

Geoffrey Reid

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