

14 October 2013

Level 8 300 Queen St  
Brisbane Qld 4000  
Australia

Dear Shareholder

Phone: +61 07 3020 0900  
Fax: +61 07 3020 0999**WestSide Share Purchase Plan**[www.westsidecorporation.com](http://www.westsidecorporation.com)

On behalf of the Board of Directors of WestSide Corporation Limited (**WestSide**), I am pleased to invite you to participate in a share purchase plan (**SPP**) to purchase up to A\$14,999.94 worth of fully paid ordinary shares in WestSide (**Shares**). The SPP follows the successful private placement to institutional and sophisticated investors of \$8 million announced on 2 October 2013.

Funds raised under the SPP will be used to fund WestSide's operations for the financial year ended 30 June 2014 while the Company seeks to secure new gas supply agreements and finalise associated field development plans.

The SPP provides you, as an eligible shareholder, with the opportunity to increase your shareholding in WestSide at an issue price of A\$0.18 per share without incurring brokerage, commissions or other transaction costs. This issue price is the same as the placement price and represents a 15% discount to the average closing price of WestSide's ordinary shares over the last five trading days before the announcement of the SPP on 2 October 2013.

WestSide seeks to raise A\$2 million under the SPP.

The enclosed document contains the terms and conditions of the SPP. With this document you will also find your personalised application form (**Application Form**), to be completed in accordance with the instructions on that form. You should read both the enclosed document and the Application Form in their entirety.

It is important to note that the SPP is scheduled to close at 5.00pm (Sydney time) on Monday, 4 November 2013. To participate, you need to ensure that you have paid your application monies via BPAY® pursuant to the instructions set out on the Application Form OR your completed Application Form and your cheque is received by our share registry, Boardroom Pty Limited, before this time and date.

You can participate in the SPP in respect of a minimum of 2,777 shares (A\$499.86) up to and subject to a maximum of 83,333 shares (A\$14,999.94) for each eligible shareholder, irrespective of the size of an eligible shareholder's existing shareholding.

Participation in the SPP is optional and the right to participate is not transferable.

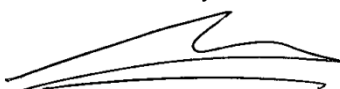
You should consult your stockbroker, accountant or other independent professional adviser to evaluate whether or not to participate in the SPP.

You can find more information in respect of WestSide's plans in our recent investor presentation on the Company's website: [http://www.westsidecorporation.com/Investor\\_Centre/ASX\\_Announcements](http://www.westsidecorporation.com/Investor_Centre/ASX_Announcements).

If you have any questions in relation to the SPP please contact WestSide's Share Registry Inquiry Line on 1300 737 760 (within Australia) and +61 2 9290 9600 (outside Australia) between 8:15am and 5.30pm (Sydney time) Monday to Friday.

On behalf of the WestSide Board, I invite you to consider this investment opportunity and thank you for your ongoing support of our company.

Yours sincerely,



Angus Karoll  
Chairman

**THIS DOCUMENT IS NOT FOR RELEASE OR DISTRIBUTION IN THE UNITED STATES OR TO OR FOR THE ACCOUNT OF OR BENEFIT OF U.S PERSONS**

**KEY EVENTS AND DATES\***

| <b>Event</b>  | <b>Date</b>                             |
|---|---|
| Record Date (for determining eligibility to participate in SPP)   | 7.00pm (Sydney time) on 1 October 2013  |
| SPP offer opening date  | 8.00am (Sydney time) on 14 October 2013 |
| SPP offer closing date  | 5.00pm (Sydney time) on 4 November 2013 |
| Announcement of the number of Shares to be allotted under the SPP and, if applicable, the outcome of any scale-back | 11 November 2013                        |
| Issue of new Shares under the SPP   | 11 November 2013                        |
| Expected commencement date for trading of new Shares on ASX   | 12 November 2013                        |
| Despatch of transaction confirmations and, if applicable, a direct credit deposit or refund cheque                  | 12 November 2013                        |

\* WestSide reserves the right, in its discretion, to vary these dates by making an announcement to the ASX.

**SUMMARY OF SPP**

**1. What is the SPP?**

The SPP provides eligible shareholders with the opportunity to subscribe for Shares at an issue price of A\$0.18 per Share, without incurring any brokerage, commissions or other transaction costs. The right to participate in the SPP is personal and not transferable.

**2. Eligible shareholders**

Participation in the SPP is optional and is available exclusively to 'eligible shareholders'. In general terms, to be an eligible shareholder you must be registered as the holder of Shares as at the Record Date (being 7.00pm (Sydney time) on 1 October 2013) and your address as recorded in WestSide's register of members must be in Australia or New Zealand.

**3. Issue price**

The issue price for each new Share under the SPP will be A\$0.18.

**4. How much can you invest?**

Applications can be made to purchase a parcel of Shares in respect of a minimum of A\$499.86 up to and subject to a maximum of A\$14,999.94. The maximum number of Shares that an eligible shareholder can subscribe for will be restricted to A\$14,999.94 worth of Shares. The A\$14,999.94 maximum applies to all eligible shareholders irrespective of the number of Shares held as at the Record Date.

**5. How many Shares you may receive**

The number of Shares you may be issued under the SPP will be determined by dividing your application money amount by the issue price per Share, and then rounding the result up to the nearest whole number of Shares.

**6. How to participate**

If you would like to participate in the SPP, you can either:

- make payment by BPAY® in accordance with the instructions on the Application Form and ensuring that payment is made prior to 5.00 pm (Sydney time) on 4 November 2013. If payment is made by BPAY® there is no requirement to return the Application Form; or
- return your completed Application Form, together with a cheque payable to 'WestSide Corporation Limited' in the enclosed reply paid envelope so that it is received prior to 5.00pm (Sydney time) on 4

November 2013; or by hand delivery to Boardroom Pty Limited, Level 7, 207 Kent Street SYDNEY, NSW, 2000 so that it is received prior to 5.00pm (Sydney time) on 4 November 2013.

**7. Scale-back**

WestSide seeks to raise A\$2 million under the SPP. If applications for Shares under the SPP exceed A\$2 million, WestSide may in its discretion undertake a scale-back to the extent and in the manner it sees fit.

## SHARE PURCHASE PLAN

### TERMS AND CONDITIONS DATED 14 OCTOBER 2013

#### 1. SPP Offer

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- (a) WestSide Corporation Limited (**WestSide**) offers Eligible Shareholders (defined in clause 2 below) the opportunity to purchase a minimum of A\$499.86 up to and subject to a maximum of A\$14,999.94 worth of fully paid ordinary shares in WestSide (**Shares**) at an issue price of A\$0.18 per Share (**Issue Price**) under a Share Purchase Plan (**SPP**), subject to and in accordance with the terms and conditions set out in this document.
- (b) In these terms and conditions:
  - (i) the SPP Offer means the offer in clause 1(a); and
  - (ii) the SPP Shares means the Shares which are offered for issue, or to be allotted, to Eligible Shareholders under the SPP.
- (c) Only persons who are Eligible Shareholders may participate in the SPP.
- (d) Directors and employees of WestSide who are Eligible Shareholders may participate in the SPP.
- (e) Participation in the SPP is optional.
- (f) If you are an Eligible Shareholder, your rights under the SPP Offer and SPP are personal to you and non-renounceable, which means you cannot transfer them to another person.

#### 2. Eligible Shareholders

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- (a) Subject to the remaining paragraphs of this clause 2, an **Eligible Shareholder** means a registered holder of Shares as at the record date (**Record Date**) (being 7.00pm (Sydney time) on 1 October 2013) whose address as recorded in WestSide's register of members is in Australia or New Zealand.
- (b) WestSide has determined that, because of foreign securities laws, it is not practical for holders of Shares with registered addresses outside Australia or New Zealand to participate in the SPP.
- (c) Shareholders who hold Shares on behalf of persons who reside outside Australia or New Zealand or are 'U.S. Persons' (as defined in Regulation S under the *United States Securities Act of 1933*) (**US Securities Act**) or who act for the account or benefit of a U.S. Person are not entitled to participate in the SPP. The Shares to be issued under the SPP have not been and will not be registered under the US Securities Act. Accordingly, WestSide shareholders who are located in the United States or who are, or are acting for the account or benefit of, U.S. Persons, are not Eligible Shareholders entitled to participate in the SPP.
- (d) Shareholders who are joint holders of Shares are taken to be a single registered holder of Shares for the purposes of determining whether they are an Eligible Shareholder, and the certification in the Application Form by one joint holder will be taken to have been given by all joint holders.

- (e) Where a custodian (as defined in ASIC Class Order 09/425) is a registered holder of Shares and holds Shares on behalf of one or more persons (Beneficiaries), the SPP Offer is made to the custodian and the custodian has the discretion whether to extend the SPP Offer to the Beneficiaries. If a Custodian applies for Shares on behalf of a Beneficiary, WestSide will not issue SPP Shares unless the custodian certifies the following in writing to WestSide:
- (i) either or both of the following:
    - (A) that the custodian holds the Shares on behalf of one or more persons that are not custodians (each a **Participating Beneficiary**); or
    - (B) that another custodian (a **Downstream Custodian**) holds beneficial interests in Shares on behalf of a Participating Beneficiary, and the custodian holds the Shares to which those beneficial interests relate on behalf of the Downstream Custodian or another custodian,  
  
on the Record Date and that each Participating Beneficiary has subsequently instructed the following persons:
      - (C) where sub-paragraph (i)(A) applies – the custodian; and
      - (D) where sub-paragraph (i)(B) applies – the Downstream Custodian,  
  
to apply for SPP Shares on their behalf;
  - (ii) the number of Participating Beneficiaries;
  - (iii) the name and address of each Participating Beneficiary;
  - (iv) in respect of each Participating Beneficiary:
    - (A) where sub-paragraph (i)(A) applies - the number of Shares that the custodian holds on their behalf; and
    - (B) where sub-paragraph (i)(B) applies – the number of Shares to which the beneficial interests relate;
  - (v) in respect of each Participating Beneficiary:
    - (A) where sub-paragraph (i)(A) applies – the number or the dollar amount of Shares they instructed the custodian to apply for on their behalf; and
    - (B) where sub-paragraph (i)(B) applies – the number or the dollar amount of Shares they instructed the Downstream Custodian to apply for on their behalf;
  - (vi) there are no Participating Beneficiaries in respect of which the total of the application price for the following exceeds A\$14,999.94:
    - (A) the Shares applied for by the custodian under the SPP in accordance with the instructions referred to in sub-paragraph (v); and
    - (B) any other Shares issued to the custodian in the 12 months before the application as a result of an instruction given by them to the custodian or the Downstream Custodian to apply for Shares on their behalf under an arrangement similar to the SPP;
  - (vii) that a copy of this SPP document was given to each Participating Beneficiary; and
  - (viii) where sub-paragraph (i)(B) applies – the name and address of each custodian who holds beneficial interests in the Shares held by the custodian in relation to each Participating Beneficiary.

- (f) Custodians must request a custodian certificate (**Custodian Certificate**) when making an application on behalf of Beneficiaries. To request a Custodian Certificate or further information about the custodian application process, a shareholder should contact WestSide's Share Registry Inquiry Line on 1300 737 760 (within Australia) and +61 2 9290 9600 (outside Australia) between 8:15am and 5.30pm (Sydney time) Monday to Friday. Applications received from custodians must be accompanied by a duly completed and signed Custodian Certificate.
- (g) In accordance with New Zealand securities law:
  - (i) New Zealand beneficiaries will not be entitled to participate in the SPP unless they were expressly named in the share register; and
  - (ii) a person who, on the Record Date was registered as a holder of Shares with a New Zealand address but who as at the time of the SPP Offer no longer holds Shares is not eligible to participate in the SPP.
- (h) A registered holder of Shares will be ineligible to participate in the SPP if their participation would be in breach of ASIC Class Order 09/425.

### 3. Issue Price

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- (a) The Issue Price per SPP Share of A\$0.18.
- (b) The Issue Price represents a 15% discount to the average closing price of WestSide's ordinary shares over the last five trading days before the announcement of the SPP on 2 October 2013.
- (c) The current Share price can be obtained from the ASX website at [www.asx.com.au](http://www.asx.com.au) (ASX code: WCL).
- (d) Each person who applies to participate in the SPP accepts the risk that the market price of Shares may change between the Record Date, the date of the SPP Offer, the date on which the applicant makes a BPAY® payment or sends in an Application Form and the date on which Shares are issued to the applicant under the SPP. The effect of this is that the Issue Price may be higher or lower than the market price of Shares at any given time, and that Shares could be bought on-market at a lower price than the Issue Price.

### 4. Application to Participate

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#### 4.1 Applying for SPP Shares

- (a) Participation in the SPP is optional.
- (b) Eligible Shareholders may participate in the SPP by applying to purchase a parcel of Shares of a minimum of A\$499.86 up to and subject to a maximum of A\$14,999.94 per Eligible Shareholder.
- (c) If you are an Eligible Shareholder and wish to participate in the SPP, you must either:
  - (i) make a payment by BPAY® in the appropriate amount in Australian dollars (being the amount as nominated by you) by using your customer reference number (which is required to identify your holding) and the biller code, which are both on your personalised Application Form, so that payment is received by WestSide's share registry by 5.00pm (Sydney time) on 4 November 2013. If you make a payment by

BPAY® you do not need to send your completed Application Form as receipt of your BPAY® payment will be taken by WestSide as your application;

OR

(ii) complete and submit your personalised Application Form in accordance with the instructions on it and make payment for the SPP Shares by preparing a cheque for the appropriate amount in Australian dollars (being the amount as nominated by you on your Application Form) made payable to 'WestSide Corporation Limited' and sending the cheque with the Application Form to:

(A) by mail – Boardroom Pty Limited, GPO Box 3993, SYDNEY, NSW, 2001; or

(B) by hand delivery – Boardroom Pty Limited, Level 7, 207 Kent Street, SYDNEY, NSW, 2000

so that it is received by WestSide's share registry by 5.00pm (Sydney time) on 4 November 2013.

- (d) Receipts for payment will not be issued.
- (e) If you apply for SPP Shares, you will be applying for a certain value, rather than a certain number of SPP Shares. WestSide will divide your application money amount by the Issue Price in order to determine the number of SPP Shares for which you will have applied (rounded up to the nearest whole number of SPP Shares). Any balance of your application money that is remaining as a result of rounding will be retained by WestSide and will not be refunded to you.
- (f) If an Eligible Shareholder has more than one holding, the Eligible Shareholder may lodge an Application Form or make a BPAY® payment in respect of more than one holding, but may not apply for SPP Shares with an aggregate value of more than A\$14,999.94. An Eligible Shareholder may only make an application with respect to one holding. If an Eligible Shareholder has multiple holdings they will have multiple customer reference numbers. Eligible Shareholders must use the customer reference number shown on the Application Form when paying for any SPP Shares that are being applied for.
- (g) You should be aware that your own financial institution may implement earlier cut off times for electronic payments and you should take this into consideration when making payment of application monies via BPAY®. Your financial institution may have set a limit on the amount that you can pay via BPAY®. It is your responsibility to ensure that the amount you wish to pay via BPAY® is received by WestSide's share registry by 5.00pm (Sydney time) on 4 November 2013.

#### **4.2 WestSide's discretion with regard to applications**

WestSide may accept or reject any application under the SPP, including where:

- (a) if you are not making a BPAY® payment, your Application Form is incorrectly completed, incomplete or the application is otherwise determined by WestSide to be invalid;
- (b) you make your payment by cheque and the cheque is dishonoured or has otherwise not been completed correctly;
- (c) the amount of your BPAY® payment or cheque is not equal to the minimum of A\$499.86 up to and subject to a maximum of A\$14,999.94. If this occurs, WestSide may either:
- (i) refund in full your application monies and not allot any SPP Shares to you; or

- (ii) allot to you the number of SPP Shares that would have been allotted had you applied for the highest designated amount that is less than the amount of your payment and refund to you the excess of your application monies;
- (d) it appears that you are applying to purchase more than A\$14,999.94 worth of Shares in aggregate (including as a result of any Shares you hold directly, jointly or through a custodian or nominee arrangement);
- (e) your Application Form, BPAY® payment or cheque is received after 5.00pm (Sydney time) on 4 November 2013;
- (f) payment of the application monies is not submitted in Australian currency or, if payment is made by cheque, the cheque is not drawn on an Australian financial institution; or
- (g) WestSide reasonably believes that you are not eligible to participate in the SPP (subject to compliance with any applicable ASIC or ASX requirements).

#### **4.3 Refund**

If you are entitled to a refund of all or any of your application monies for SPP Shares the refund will be paid to you, without interest, as soon as practicable:

- (a) by direct credit to your nominated bank account (as recorded by WestSide's share registry) or cheque; or
- (b) by returning your Application Form and cheque, if not processed, to your registered address as recorded in WestSide's register of members.

### **5. Effect of Making an Application**

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If you submit a BPAY® payment or complete and return an Application Form together with a cheque:

- (a) you warrant that you are an Eligible Shareholder and eligible to participate in the SPP;
- (b) you are deemed to have accepted the SPP Offer, and you irrevocably and unconditionally agree to the terms and conditions of the SPP and the terms of the Application Form and agree not to do any act or thing that would be contrary to the spirit, intention or purpose of the SPP;
- (c) you acknowledge that your application will be irrevocable and unconditional;
- (d) you agree to pay the Issue Price per SPP Share up to the maximum of:
  - (i) the value you have selected on the Application Form; or
  - (ii) the maximum value of your BPAY® payment or cheque amount;
- (e) you certify and represent to WestSide that you have not applied for more than A\$14,999.94 worth of SPP Shares;
- (f) you certify that the total of the application price for the following does not exceed A\$14,999.94:
  - (i) the SPP Shares the subject of your application;
  - (ii) any other SPP Shares or any similar arrangement in the 12 months before the date of your application;
  - (iii) any other Shares which you have instructed a custodian to acquire on your behalf under the SPP; and



- (iv) any other Shares issued to a custodian under an arrangement similar to the SPP in the 12 months before the date of your application for SPP Shares as a result of an instruction given by you to the custodian or another custodian and which resulted in you holding beneficial interests in such Shares,
- even though you may have received more than one offer under the SPP or received offers in more than one capacity under the SPP;
- (g) if you are a custodian, you represent to WestSide that you satisfy any one of the more of the following sub-paragraphs:
    - (i) hold an Australian financial services licence that:
      - (A) covers the provision of a custodial or depository service (as defined by section 766E of the *Corporations Act 2001* (Cth) (**Corporations Act**)); or
      - (B) includes a condition requiring you to comply with the requirements of ASIC Class Order 02/294; or
    - (ii) are exempt from the requirement to hold an Australian financial services licence for the provision of a custodial or depository service under:
      - (A) paragraph 7.6.01(1)(k) or (na) of the *Corporations Regulations 2001* (Cth);
      - (B) ASIC Class Order 05/1270 to the extent that it relates to ASIC Class Order 03/184;
      - (C) ASIC Class Orders 03/1099, 03/1100, 03/1101, 03/1102, 04/829 or 04/1313;
      - (D) an individual instrument of relief granted by ASIC in terms similar to one of the Class Orders referred to in (C) above;
      - (E) paragraph 911A(2)(h) of the *Corporations Act*;
    - (iii) are a trustee of a:
      - (A) self-managed superannuation fund (within the meaning of section 17A of the *Superannuation Industry (Supervision) Act 1993* (Cth)); or
      - (B) superannuation master trust (as defined in ASIC Class Order 09/425);
    - (iv) are the responsible entity of an IDPS-like scheme (as defined in ASIC Class Order 02/296 or any class order that replaces that class order); or
    - (v) are the registered holder of Shares and are noted on WestSide's register of members as holding the Shares on account of another person, and that you have provided a Custodian Certificate to WestSide;
  - (h) you accept the risk associated with any refund that may be sent to your address (as shown on WestSide's register of members) or to your nominated bank account (as recorded by WestSide's share registry);
  - (i) you acknowledge that no interest will be paid on any application monies held pending the allotment of SPP Shares or subsequently refunded to you for any reason;
  - (j) you acknowledge that neither WestSide or its share registry has provided any investment advice or financial product advice, and that neither of them has any obligation to provide this advice in relation to your consideration as to whether or not to participate in the SPP;

- (k) you acknowledge that WestSide (and each of its officers and agents) is not liable for any consequences of the exercise or non-exercise of its discretions referred to in these terms and conditions;
- (l) you acknowledge that the Shares to be issued under the SPP have not, and will not be, registered under the US Securities Act or the securities law of any other jurisdiction outside Australia or New Zealand and, accordingly, the Shares to be issued under the SPP may not be offered, sold or otherwise transferred except in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and any other applicable securities laws. You may sell any Shares issued to you under the SPP in standard brokered transactions on the ASX where neither you nor any person acting on your behalf has reason to know that the sale has been pre-arranged with a person in the United States;
- (m) you agree not to send this document or any other material relating to the SPP to any person in the United States or any other country outside Australia and New Zealand;
- (n) you agree to be bound by WestSide's constitution;
- (o) you authorise WestSide (and each of its officers and agents) to correct any error in, or omission from, the Application Form and complete the Application Form by inserting any missing details;
- (p) you acknowledge that WestSide may at any time irrevocably determine that your application is valid, in accordance with the terms and conditions of the SPP, even if the Application Form is incomplete, contains errors or is otherwise defective; and
- (q) you are responsible for any dishonour fees or other costs WestSide may incur in presenting a cheque for payment that is dishonoured.

## **6. Scale-back**

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- (a) If WestSide receives applications for more than A\$2 million of SPP Shares, it may in its discretion undertake a scale-back to the extent and in the manner it sees fit.
- (b) If there is a scale-back you may receive less than the parcel of SPP Shares for which you have applied. If a scale-back produces a fractional number of SPP Shares when applied to your parcel, the number of SPP Shares you will be allotted will be rounded up to the nearest whole number of SPP Shares.
- (c) If there is a scale-back, the difference between the application monies received from you, and the number of SPP Shares allocated to you multiplied by the Issue Price, will be refunded to you in accordance with clause 4.3.

## **7. The Shares**

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- (a) Shares issued under the SPP will rank equally in all respects with existing Shares quoted on the ASX, with the same voting rights, dividend rights and other entitlements.
- (b) WestSide will apply for new Shares issued under the SPP to be quoted on the ASX.

## **8. No Transaction Costs**

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Eligible Shareholders who participate in the SPP will not pay any brokerage, commissions or other transaction costs in respect of the issue and allotment of SPP Shares.

## **9. Timetable**

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- (a) Subject to clause 9(b), the timetable for the key events relating to the SPP is as set out on page 2 of this document (*Timetable*).
- (b) WestSide may, at its discretion, vary any of the dates in the Timetable or in these terms and conditions by lodging a revised timetable with the ASX.

## **10. Dispute Resolution**

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WestSide may settle in any manner it thinks fit, any difficulties, anomalies or disputes that may arise in connection with or by reason of the operation of the SPP, whether generally or in relation to any participant or application. Any determinations by WestSide will be conclusive and binding on all shareholders eligible to participate in the SPP and other persons to whom the determination relates. WestSide's rights may be exercised by its board or any delegate of the board.

## **11. Variation, Suspension and Termination**

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- (a) WestSide may at its discretion and at any time:
  - (i) vary, suspend or terminate the SPP. If WestSide does this, it will make an announcement to the ASX. Failure to notify shareholders of changes to or the suspension or termination of the SPP will not invalidate the variation, suspension or termination; or
  - (ii) waive compliance with any provision of the SPP.
- (b) WestSide reserves the right to issue no Shares under the SPP or fewer Shares under the SPP than you apply for under the SPP if WestSide believes the issue of those Shares would contravene ASIC requirements or policy, any law or any ASX Listing Rule.

## **12. ASIC Class Order 09/425 Compliance**

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- (a) The SPP is offered in compliance with ASIC Class Order 09/425. ASIC Class Order 09/425 provides relief from the requirement for WestSide to provide full prospectus disclosure in relation to the SPP.
- (b) This instrument also provides relief to allow clients of second or subsequent level custodians to participate in the SPP. Any additional or varied ASIC requirements in the instrument will apply to participation on behalf of such clients.

## **13. Underwriting**

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The SPP will not be underwritten.

## 14. Governing Law

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These terms and conditions are governed by the laws in force in Queensland. Any dispute arising out of, or in connection with, these terms and conditions, or the SPP Offer, will be determined by the courts of Queensland. By accepting the SPP Offer, you agree to submit to the non-exclusive jurisdiction of the courts in Queensland. Other terms and conditions, rights and obligations of SPP Shares are contained in the constitution of WestSide. The terms and conditions of the SPP prevail to the extent of any inconsistency in the Application Form.

## 15. Important Notices

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### 15.1 Consider obtaining financial advice

- (a) The offer to purchase Shares under the SPP is not a recommendation to purchase Shares. You should consider obtaining professional financial and/or taxation advice to assist you in determining whether or not, and the extent to which, you wish to participate in the SPP.
- (b) Nothing in these terms and conditions, the Application Form or any other accompanying documentation constitutes investment or financial product advice or is intended to influence your decision whether or not to participate in the SPP.

### 15.2 New Zealand-specific disclosure

- (a) The Shares under the SPP are not being offered or sold to the public within New Zealand other than to Eligible Shareholders with registered addresses in New Zealand to whom the offer of SPP Shares is being made in reliance on the *Securities Act (Overseas Companies) Exemption Notice 2002* (New Zealand).
- (b) This document has not been registered, filed with or approved by any New Zealand regulatory authority under the *Securities Act 1978* (New Zealand). This document is not an investment statement or prospectus under New Zealand law and is not required to, and may not, contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

### 15.3 United States and other countries

- (a) This document may not be released or distributed in the United States. The Shares to be issued under the SPP have not been and will not be registered under the US Securities Act or the securities laws of any state or other jurisdiction of the United States. SPP Shares may not be taken up by persons in the United States or by persons who are acting for the account or benefit of a person in the United States. SPP Shares may not be offered, sold or resold in the United States except in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act and the applicable securities laws of any state or other jurisdiction in the United States.
- (b) The SPP does not constitute an offer of Shares for sale in any other jurisdiction in which such an offer would be illegal.

**Record Date:** 1 October 2013

**Close Date:** 4 November 2013

**Issue Price** 18 cents

## A Offer Choices

Indicate your choice below by marking one box only

|                          |   |                          |   |                          |  |                          |  |                          |   |
|--------------------------|---|--------------------------|---|--------------------------|--|--------------------------|--|--------------------------|---|
| <input type="checkbox"/> | <b>Offer A</b><br>2,777 shares<br>A\$499.86 | <input type="checkbox"/> | <b>Offer B</b><br>5,555 shares<br>A\$999.90 | <input type="checkbox"/> | <b>Offer C</b><br>27,777 shares<br>A\$4,999.86 | <input type="checkbox"/> | <b>Offer D</b><br>55,555 shares<br>A\$9,999.90 | <input type="checkbox"/> | <b>Offer E</b><br>83,333 shares<br>A\$14,999.94 |
|--------------------------|---|--------------------------|---|--------------------------|--|--------------------------|--|--------------------------|---|

OR specify the dollar value of shares applied for

Dollar value of shares applied for = A\$ \_\_\_\_\_ (Subject to a minimum of A\$499.86 and a maximum of \$14,999.94). If you specify a dollar value of shares applied for, your application money will be divided by the Issue Price of A\$0.18 in order to determine the number of shares for which you will have applied (rounded up to the nearest whole number of shares).

## B Payment Details

Payment may only be made by BPAY or cheque. Cash will not be accepted via the mail or at the Westside Corporation Limited Share Registry.

Payments cannot be made at any bank.

### Payment Option 1 - BPAY



**Biller Code:**

**Ref:**

#### Telephone & Internet Banking - BPAY®

Contact your bank, credit union or building society to make this payment from your cheque or savings account.

More info: [www.bpay.com.au](http://www.bpay.com.au)

© Registered to BPAY Limited ABN 69 079 137 518

- To pay via BPAY please contact your participating financial institution
- If paying by BPAY you do not need to return the Application Form
- If paying by BPAY the amount of your payment received in the account divided by the issue price will be deemed to be the total number of shares you are applying for. For your application to be valid you can only make payment for one of the amounts specified above in section A.

### Payment Option 2 – Cheque

Record cheque details below

| Drawer | Cheque Number | BSB Number | Account No. | Amount A\$ |
|--------|---------------|------------|-------------|------------|
|        |               |            |             |            |
|        |               |            |             |            |

#### PAYMENT INSTRUCTIONS:

- Only cheques or bank drafts in Australian dollars and drawn on a bank or financial institution in Australia will be accepted.
- Your cheque or bank draft must be made payable to **Westside Corporation Limited and crossed Not Negotiable.**
- Please ensure that you submit the correct amount. Incorrect payments may result in your application being rejected.

## C Contact Details

Please provide a telephone number and contact name in case we need to contact you regarding your application.

| Home telephone number | Work telephone number | Contact name |
|-----------------------|-----------------------|--------------|
|                       |                       |              |

## **D Declarations and Acknowledgments**

By lodging this form with your cheque you acknowledge and confirm that you have read, understood and agreed to the terms and conditions of the Westside Corporation Limited Share Purchase Plan (SPP). Westside Corporation Limited may settle in any manner it deems appropriate, any dispute or anomalies which may arise in connection with or by reason of the operation of the SPP, whether generally or in relation to any applicant or application of shares. The decision of Westside Corporation Limited will be conclusive and binding on all persons to whom the determination relates. Westside Corporation Limited reserves the right to waive compliance with any provision of the SPP terms and conditions. The Directors reserve the right to withdraw the offer of shares under the SPP, or reduce the amount of shares that may be subscribed for under the spp in any manner, at any time prior to allotment. Any excess application moneys will be refunded. No interest will be paid on any refunded application money.

**NO SIGNATURE IS REQUIRED ON THIS FORM**

**THIS OFFER IS NON-RENOUNCEABLE**

Application Forms and cheques must be received no later than 5.00 pm (Sydney time) on 4 November 2013 at:

**MAILING ADDRESS**

Boardroom Pty Limited  
GPO Box 3993  
SYDNEY NSW 2001

**DELIVERY ADDRESS**

Boardroom Pty Limited  
Level 7  
207 Kent Street  
SYDNEY NSW 2000

You should allow sufficient time for this to occur. The postal acceptance rule does not apply to the SPP.

If you have any queries on completing this form, please contact Boardroom Pty Limited on 1300 737 760 within Australia or +61 2 9290 9600 outside Australia between 8:15am and 5.30pm (Sydney time) Monday to Friday.