

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 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12

Name of entity

Engenco Limited (ASX Code: EGN)

ABN

99 120 432 144

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 (EGN) |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 186,337,149 |
| 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) | Fully paid ordinary shares (EGN) |

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<p>4 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"> • 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 	<p>Yes (EGN)</p>				
<p>5 Issue price or consideration</p>	<p>\$0.15 / share</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Funds raised under the entitlement offer will be used to pay down debt on terms agreed with the Company's bankers, provide additional working capital going forward and to meet the costs of the entitlement offer.</p>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>29 January 2013</p>				
<p>8 Number and +class of all +securities quoted on ASX (including the securities in section 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="694 1590 997 1646">Number</th> <th data-bbox="997 1590 1284 1646">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="694 1646 997 1863">310,561,915</td> <td data-bbox="997 1646 1284 1863">Ordinary shares (EGN)</td> </tr> </tbody> </table>	Number	+Class	310,561,915	Ordinary shares (EGN)
Number	+Class				
310,561,915	Ordinary shares (EGN)				

+ See chapter 19 for defined terms.

	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in section 2 if applicable)	
	N/A	
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	
	Unchanged	

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Renounceable
13	Ratio in which the +securities will be offered	3:2
14	+Class of +securities to which the offer relates	Ordinary shares (EGN)
15	+Record date to determine entitlements	20 December 2012
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No
17	Policy for deciding entitlements in relation to fractions	Rounded up
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.	N/A

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19	Closing date for receipt of acceptances or renunciations	18 January 2013
20	Names of any underwriters	RBS Morgans Corporate Ltd
21	Amount of any underwriting fee or commission	Offer management fee of 0.5% and underwriting fee of 2.0% of the gross amount raised by the Company under the entitlement offer
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	N/A
25	If the issue is contingent on +security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	Entitlement Offer Booklet will be sent to eligible shareholders on 21 December 2012
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	N/A
28	Date rights trading will begin (if applicable)	14 December 2012
29	Date rights trading will end (if applicable)	11 January 2013
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	See Entitlement Offer Booklet

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- | | | |
|----|--|-------------------------------|
| 31 | How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance? | See Entitlement Offer Booklet |
| 32 | How do +security holders dispose of their entitlements (except by sale through a broker)? | See Entitlement Offer Booklet |
| 33 | +Despatch date | 29 January 2013 |

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

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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:

(Director/Company secretary)

Date: 12 December 2012

Print name: Kevin Pallas

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