

SHARE PURCHASE PLAN
CHAIRMAN'S LETTER TO SHAREHOLDERS



22 August 2014

Dear Shareholders,

As outlined in my letter to you on 11 August 2014, the delay to Rampart Energy's drilling program to 2016 was not of your Board's choice, but was necessary to ensure the Company was better positioned to proceed and create substantial shareholder value. In light of the placement undertaken on 17 July 2014 (Placement) this delay, and the market's reaction to it, was regrettable.

However, the delay to the drilling program has provided the Company with the opportunity to:

- remove unrealistic time constraints
- negotiate appropriate amendments to the Participation Agreement with Operator Royale Energy
- complete a thorough review of the seismic data, given that recent technical work by the Joint Venture has identified multiple prospects in addition to those assessed in the preliminary prospective resources estimate as conducted by Netherland, Sewell & Associates, and announced by the Company on 20 June 2014
- undertake a professional and structured process to introduce a suitably qualified partner to the project, thereby securing funding for the drilling program
- progress and complete the drilling program in 2016

and ultimately ensure that the best outcome is achieved for shareholders and the Western Block Joint Venture – a technically and commercially robust partnership over acreage with good prospectivity that can deliver significant value.

In order to better reflect recent trading in the Company's shares, your Board has proposed, subject to shareholder approval, to amend the terms of the Placement to re-price the Placement shares. Additionally the Company is inviting all eligible shareholders to participate in a Share Purchase Plan (SPP) at the same price as the re-priced Placement. Details of the Company's revised funding are outlined in the ASX release and SPP offer document lodged with the ASX today.

While not without risk, as announced on 26 June 2014 Rampart Energy's Western Block project is prospective for material volumes of hydrocarbons. It is located within a world-class petroleum system and close to existing infrastructure such that a commercial discovery could be monetised quickly.

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Your new Board is putting in place an appropriate program to better define the resource potential with the latest seismic interpretation, as well as an implementation plan with the aim of delivering significant shareholder value. At the same time, your Board is improving the overall efficiency of the business, including trimming unnecessary administration costs and overheads, and migrating the head office to Perth.

Your new Board has the skills and experience necessary to progress this opportunity and are committed to doing so. On the basis of the issue price of shares under the SPP, the Directors recommend the SPP to shareholders. All of your eligible Directors intend, in respect of their own shareholdings, to apply for new shares under the SPP.

If you have any other queries please contact either myself on +61 (0) 416 427 275, or Ronn Bechler of Market Eye, on +61 (0)400 009 774.

Yours sincerely,

Gavin Harper

Executive Chairman (on behalf of the Rampart Energy board)



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THIS IS AN IMPORTANT DOCUMENT AND SHOULD BE READ IN ITS ENTIRETY

22 August 2014

Overview:

Offer to existing shareholders of Rampart Energy Limited ACN 115 229 984 (**RTD**) to participate in a Share Purchase Plan (**SPP**)

The SPP will raise a maximum of \$1,510,172.

Shareholders can, at their election, take up new shares pursuant to the SPP at a price of \$0.012 in one of the following amounts:

- 208,333 new shares for \$2,500;
- 416,667 new shares for \$5,000;
- 833,333 new shares for \$10,000;
- 1,250,000 new shares for \$15,000.

The SPP is managed by DJ Carmichael Pty Ltd

RTD plans to use the funds raised from the SPP (after issue costs) to:

- progress the program of exploration of the Western Block, North Slope Alaska acreage; and
- ongoing working capital to fund the activities of RTD.

Dear Shareholder,

The Directors of Rampart Energy Limited ACN 115 229 984 (**RTD**) would like to invite you to participate in RTD's Share Purchase Plan (**SPP**).

1. Summary of the SPP

The SPP provides Shareholders on the Company's register at the Record Date with an opportunity to subscribe for either \$2,500, \$5,000, \$10,000 or \$15,000 worth of new RTD shares at \$0.012 per Share. The Board has structured the SPP to encourage loyal, smaller shareholders to be able to participate and increase their shareholding in RTD.

Only Shareholders of RTD with a registered address in Australia who are on the share register as at 7pm (Sydney time) on Tuesday, 19 August 2014 are afforded the opportunity to participate in the SPP. Shareholders not registered as at this date will not receive an offer under the SPP. The rights of Shareholders eligible to participate under this SPP are not transferable.

The Company proposes a maximum raising of \$1,510,172 under the SPP, comprising the issue of some 125.8 million new shares. The SPP is not underwritten.

The proposed use of the funds raised under the SPP (after issue costs) is as follows:

- progress the program of exploration of the Western Block, North Slope Alaska acreage; and
- ongoing working capital to fund the activities of RTD.

2. Terms of the SPP

The terms and conditions of the SPP are outlined in the enclosed document. By making an application to purchase Shares under the SPP, you will have agreed to be bound by those terms and conditions. The right to participate in this offer under the SPP is available exclusively to persons who were registered as holders of fully paid ordinary shares in RTD at 7pm (Sydney time) on the record date of Tuesday, 19 August 2014 and whose registered address is in Australia or in any other jurisdiction where, in the opinion of the Directors of RTD, it is lawful and reasonably practical for RTD to offer and issue Shares under this SPP.

Eligible Shareholders are entitled to apply for a **maximum** of \$15,000 of new Shares, at the Subscription Price of \$0.012 per new share, under the SPP. You may apply only for Shares in one of the following amounts:

- 208,333 Shares for \$2,500;
- 416,667 Shares for \$5,000;
- 833,333 Shares for \$10,000; or
- 1,250,000 Shares for \$15,000.

The Closing Market Price of RTD's Shares over the last five days of trading prior to the announcement of the SPP is as follows:

Date	Closing Market Price	Volume
11 August 2014	\$0.014	1,879,999
12 August 2014	\$0.011	8,133,622
13 August 2014	\$0.011	1,625,446
14 August 2014	\$0.010	1,875,619
15 August 2014	\$0.011	3,160,000

With reference to the Closing Market Price over the last five days on which trading of RTD's shares on the ASX were recorded prior to the announcement of the SPP on 20 August 2014 (Relevant Period), the Subscription Price represents a 7% premium to the Volume Weighted Average Market Price over that period.

To enable you to properly consider the offer under the SPP, the trading price of RTD's Shares on the ASX over the period commencing 28 July 2014 and ending on 1 August 2014 is set out below:

Period	High	Low	Weighted Average
5 days	\$0.035	\$0.019	\$0.024

Participation in the SPP is entirely at your discretion but the SPP is non-renounceable which means you cannot transfer your right to purchase shares under the SPP to anyone else.

On the basis of the Subscription Price of Shares under the SPP, the Directors recommend the SPP to Shareholders. Eligible Directors intend, in respect of their own shareholdings, to apply for new Shares under the SPP.

The application period will close at 5.00pm (Sydney time) on 26 September 2014. Therefore, if you wish to apply for any Shares under the SPP, you should follow the instructions outlined in the attached Application Form so payment is received at our Share Registrar by that date in cleared funds. Payment may be made by cheque, bank draft or BPAY®.

It is proposed that the following timetable apply in respect of the SPP:

Event	Date
Record Date of the SPP (7.00pm Sydney time)	19 August 2014
Opening Date of the SPP	25 August 2014
Closing Date of the SPP	26 September 2014
Issue and Allotment of new shares under the SPP	3 October 2014
Quotation of new shares under the SPP	7 October 2014

The above timetable is indicative only. RTD reserves the right to vary any of the key dates above, including the Closing Date and the Issue Date, without further notice.

If you are a "custodian" you are required to submit a custodian certificate in order to participate on behalf of any beneficiaries. Further details in this regard are set out in the SPP Terms and Conditions.

For further information contact the RTD SPP Information Line: +61 3 9415 4000 or 1300 850 505

Yours sincerely



Gavin Harper
Chairman
Rampart Energy Limited

Terms and Conditions of the Share Purchase Plan dated 22 August 2014

WARNING

The contents of this document have not been reviewed by any regulatory authority in any jurisdiction. Please read this document carefully before you make a decision to invest. If you are in any doubt about the contents of this document, you should obtain independent professional advice.

1. Definitions

1.1 In this SPP, unless the context otherwise indicates:

Application Form means the application form distributed with these Terms and Conditions.

Application Amount means the total amount payable by an Eligible Shareholder who applies for Shares under the SPP based on the Subscription Price for the total number of Shares applied for by that Eligible Shareholder.

ASX means the Australian Securities Exchange.

ASX Market means the market for trading in securities operated by ASX.

Board means the board of directors of RTD from time to time.

Class Order means ASIC Class Order 09/425 dated 15 June 2009 as amended or supplemented from time to time.

Corporations Act means the *Corporations Act 2001* (Cth) as amended from time to time.

Closing Market Price means the published closing price for fully paid ordinary shares in RTD on the ASX Market on a particular day.

Custodial or Depository Service has the meaning given by section 766E of the Corporations Act.

Custodian means a registered holder:

- (a) that holds an Australian financial services licence that:
 - (1) covers the provision of a Custodial or Depository Service; or
 - (2) covers the operation of an IDPS (as defined in Class Order CO 13/763); or
- (b) that is exempt under:
 - (1) paragraph 7.6.01(1)(k) or paragraph 7.6.01(1)(na) of the *Corporations Regulations 2001*; or
 - (2) ASIC Class Order 05/1270 to the extent that it relates to ASIC Class Order 03/184;
 - (3) ASIC Class Orders [CO 03/1099], [CO 03/1100], [CO 03/1101], [CO 03/1102], [CO 04/829] or [CO 04/1313];
 - (4) an individual instrument of relief granted by ASIC to the person in terms similar to one of the class orders referred to in subparagraph (3);
 - (5) paragraph 911A(2)(h) of the Corporations Act,
from the requirement to hold an Australian financial services licence for the provision of a custodial or depository service;
- (c) that is a trustee of a:
 - (1) Self-Managed Superannuation Fund; or
 - (2) Superannuation Master Trust; or
- (d) that is the responsible entity of an IDPS-like Scheme; or
- (e) that is the registered holder of shares or interests in the class and is noted on the register of members of the body or scheme (as the case may be) as holding the shares or interests on account of another person.

Custodian Certificate means the certification required to be given by a Custodian to RTD pursuant to the Terms and Conditions.

Eligible Shareholders means those Shareholders who satisfy the conditions set out in clause 2.1.

IDPS-like Scheme has the meaning given by ASIC Class Order [CO 13/762] or any class order that replaces that class order.

Instruction includes a direction or request.

Listing Rules means the official listing rules of the ASX (as amended from time to time).

Offer means a non-renounceable offer of \$2,500, \$5,000, \$10,000 or \$15,000 worth of ordinary fully paid shares in RTD (at the Subscription Price) to Eligible Shareholders under the SPP.

Record Date means 7.00pm (Sydney time) on Tuesday, 19 August 2014.

Regulated Superannuation Fund has the same meaning as in the Superannuation Industry (Supervision) Act 1993.

RTD or Company means Rampart Energy Limited ACN 115 229 984.

Self-managed Superannuation Fund has the meaning given by section 17A of the Superannuation Industry (Supervision) Act 1993.

Share Registrar means Computershare Investor Services Pty Ltd.

Shareholders means those persons or entities that hold ordinary shares in the issued capital of RTD.

Shares means up to a maximum of 125,847,683 new ordinary shares in RTD to be issued pursuant to the SPP.

Superannuation Master Trust means a Regulated Superannuation Fund under which:

- (a) a member of the fund is, or is entitled, to give an instruction (including a direction or request) that a particular financial product is to be acquired; and
- (b) if the member gives such an instruction, the trustee, or a custodian who holds financial products on behalf of the trustee, must (subject to any discretion they have to refuse) acquire the financial product; and
- (c) if the trustee or custodian acquires the financial product pursuant to an instruction given by the member, the member is to have rights or benefits calculated by reference to dividends or other benefits derived from the product.

SPP means the Rampart Energy Limited Share Purchase Plan approved by the Board.

Subscription Price means the subscription price of the Shares being \$0.012 per Share.

Terms and Conditions means the terms and conditions set out in this document.

Volume Weighted Average Market Price means the volume weighted average price of trading in fully paid ordinary RTD shares recorded on the ASX Market, calculated over the last 5 days on which sales in fully paid ordinary RTD shares were recorded before the day on which the SPP was announced and not including:

- (a) block trades;
- (b) large portfolio trades;
- (c) permitted trades during the pre-trading hours period;
- (d) permitted trades during the post-trading hours period;
- (e) out of hours trades; and
- (f) exchange traded option exercises.

References to "\$" means a reference to the respective amount in Australian dollars.

2. Eligibility to participate

- 2.1 Those shareholders of RTD that will be eligible to apply for Shares under the SPP must:
- (a) be recorded in RTD's register of shareholders at 7.00pm (Sydney time) on the Record Date; and
 - (b) have a registered address in Australia or another jurisdiction where in the opinion of the Directors, it is lawful and reasonably practical for RTD to issue the Shares as set out in RTD's shareholder register on the Record Date.
- 2.2 The Offer does not constitute an offer in any jurisdiction in which, or to any person to whom, it would not be lawful to make such an Offer.
- 2.3 If you are the only registered holder of a holding of RTD shares, but you receive more than one offer under the SPP (for example, due to multiple registered holdings), you may only apply in aggregate for a maximum of \$15,000 worth of Shares.
- 2.4 If you are registered with one or more persons as the joint shareholders of a holding of RTD shares, that joint holding is considered to be a single registered holding for the purpose of this SPP and the joint holders are entitled to participate in the SPP in respect of that single holding only. If the same joint holders receive more than one offer under the SPP due to multiple identical holdings, the joint holders may only apply in aggregate for a maximum of \$15,000 worth of Shares.
- 2.5 Custodians should refer to section 6 of the Terms and Conditions regarding Custodian participation. If you do not hold shares in RTD as a Custodian, these provisions do not apply.
- 2.6 If you hold RTD shares as a trustee or nominee for another person, but you are not a Custodian, you cannot participate for beneficiaries in the manner described in section 6 of the Terms and Conditions. In this case, the rules for multiple single holdings (see section 2.3 above) apply.

3. Terms of the offer

- 3.1 The Offer will be open for a period commencing on and from 9.00am (Sydney time) on 25 August 2014 (**Opening Date**) until, subject to the discretion of the Board, 5.00pm (Sydney time) on 26 September 2014 (**Closing Date**).
- 3.2 The Board reserves the right to close the Offer at any time prior to the Closing Date and/or extend the Closing Date without further notification.
- 3.3 In response to the Offer, Eligible Shareholders wishing to apply for Shares under the SPP may apply for either:
- (a) 208,333 shares for \$2,500
 - (b) 416,667 shares for \$5,000;
 - (c) 833,333 shares for \$10,000; or
 - (d) 1,250,000 shares for \$15,000,
- subject to clauses 5 and 6.
- 3.4 All Offers for Shares under the SPP are non-renounceable and therefore the right to participate in the SPP cannot be transferred.
- 3.5 Participation in the SPP by Eligible Shareholders is entirely optional and subject to these Terms and Conditions.

4. Applications for shares

- 4.1 Eligible Shareholders wishing to apply for Shares under the SPP must:
- (a) If paying by cheque or bank draft:
 - (1) complete the Application Form;
 - (2) pay the Application Amount in the manner specified on the Application Form; and

- (3) forward the completed Application Form and payment for the Application Amount to RTD's Share Registrar at the addresses specified on the Application Form, to reach such addresses by no later than 5.00pm (Sydney time) on the Closing Date.
 - (b) If you elect to use the BPAY® option (subject to clause 4.2):
 - (1) pay the Application Amount electronically using BPAY with payment to reach's Share Registry by no later than 5.00pm (Sydney time) on the Closing Date; and
 - (2) do not return the Application Form if you elect the BPAY option.
- 4.2 Please note that only Eligible Shareholders having an account with an Australian financial institution who participates in the BPAY scheme have the ability to elect to use the BPAY option.
- 4.3 All application money will be deposited into an account and any application money received in respect of any applications rejected by the Board under clauses 4.4 or 4.5 shall be refunded by RTD without interest.
- 4.4 The Board reserves the right to reject any application for Shares (in whole or in part) including (without limitation) if:
 - (a) an Application Form is not correctly completed;
 - (b) the applicant is not an Eligible Shareholder;
 - (c) the issue of those Shares would contravene any law or the Listing Rules;
 - (d) the exact payment for the Shares applied for is not received;
 - (e) to accept the application in full would have the effect of exceeding the maximum offer of Shares under the SPP;
 - (f) it is not reasonably satisfied that the issue of those Shares will not result in any person receiving ordinary shares in RTD with an application price totalling more than \$15,000 as a result of:
 - (1) Shares issued to the person or to a Custodian on that person's behalf (as a result of an Instruction given by that person to the Custodian to apply for Shares on their behalf) under the SPP; and
 - (2) any other ordinary shares in RTD issued to the person or to a Custodian on that person's behalf (as a result of an Instruction given by that person to the Custodian to apply for ordinary shares in RTD on their behalf) under an arrangement similar to the SPP operated by RTD in the 12 months prior to the Issue Date, except to the extent that the person is issued with shares or interests as a Custodian under a custodian offer;
 - (g) the applicant is a Custodian and has failed to provide RTD with a Custodian Certificate; or
 - (h) the applicant has not otherwise complied with the Terms and Conditions.
- 4.5 The Board reserves the right to allocate, at its sole discretion, fewer or no Shares than an Eligible Shareholder applies for under the SPP, including, without limitation, in the event that the SPP is oversubscribed.
- 4.6 If there is a consolidation or re-organisation of the issued share capital of RTD prior to the Closing Date, the maximum number of Shares to be issued pursuant to and in accordance with the SPP shall be consolidated in the same ratio as the issued capital of RTD is consolidated.

5. Certification by Eligible Shareholder

- 5.1 By submitting an Application Form, together with the appropriate payment of the Application Amount in the manner specified in clause 4.1(a), or by making a BPAY payment of the Application Amount in the manner specified in section 4.1(b), you certify, acknowledge, warrant and represent as true, correct and not misleading to the Company that if you are not a Custodian, the aggregate of the application price paid by you for the following does not exceed \$15,000:
 - (a) the Shares the subject of the Application Form or the BPAY payment;

- (b) any other Shares in RTD applied for under the SPP or any shares under a similar arrangement in the 12 months prior to the date of submission of the Application Form or making the BPAY payment;
- (c) any other Shares which you have instructed a Custodian to acquire on your behalf under the SPP;
- (d) any other ordinary shares in RTD issued to a Custodian under an arrangement similar to the SPP in the 12 months prior to the date of submission of the Application Form or making the BPAY payment as a result of an Instruction given by you to the Custodian or another Custodian and which resulted in you holding a beneficial interest in the shares.

6. Custodian

6.1 Eligible Shareholders who are Custodians may participate in the SPP on behalf of:

- (a) one or more persons that are not Custodians on whose behalf the Custodian is holding ordinary shares in RTD;
- (b) a person, on whose behalf, another Custodian (**Downstream Custodian**) holds beneficial interests in ordinary shares in RTD and the Custodian holds the ordinary shares in RTD to which those beneficial interests relate, on behalf of the Downstream Custodian or another Custodian,

(each a **Participating Beneficiary**).

6.2 If you are a Custodian holding RTD shares on behalf of two or more persons jointly, the joint beneficiaries will be taken to be a single Participating Beneficiary for the purposes of these Terms and Conditions.

6.3 If you are a Custodian and hold RTD shares on behalf of one or more Participating Beneficiaries, you may apply for up to a maximum of \$15,000 worth of Shares for each Participating Beneficiary. You must provide to RTD a Custodian Certificate (in the form or substantially in the form set out in Schedule 1), in addition to the Application Form, certifying the following:

- (a) that, as at the Record Date, either or both of the following:
 - (1) you hold ordinary shares in RTD on behalf of one or more Participating Beneficiaries;
 - (2) a Downstream Custodian holds beneficial interests in ordinary shares in RTD on behalf of one or more Participating Beneficiaries, and you hold the ordinary shares in RTD on behalf of the Downstream Custodian or another Custodian,

and each Participating Beneficiary has subsequently instructed the following person to apply for Shares on their behalf pursuant to the SPP:

- (3) where paragraph 6.3(a)(1) applies, you as the Custodian; and
- (4) where paragraph 6.3(a)(2) applies, the Downstream Custodian.
- (b) the number of Participating Beneficiaries;
- (c) the name and address of each Participating Beneficiary;
- (d) in respect of each Participating Beneficiary:
 - (1) where paragraph 6.3(a)(1) applies, the number of ordinary shares in RTD that you hold on behalf of the Participating Beneficiary; and
 - (2) where paragraph 6.3(a)(2) applies, the number of ordinary shares in RTD to which the beneficial interests relate;
- (e) in respect of each Participating Beneficiary:
 - (1) where paragraph 6.3(a)(1) applies, the number or dollar amount of Shares the Participating Beneficiary has instructed you to apply for on their behalf; and
 - (2) where paragraph 6.3(a)(2) applies, the number or dollar amount of Shares the Participating Beneficiary has instructed the Downstream Custodian to apply for on their behalf; and

- (f) that there are no Participating Beneficiaries in respect of which the total of the application price for the following exceeds \$15,000:
 - (1) the Shares applied for by you as Custodian under the SPP in accordance with the Instructions in paragraph 6.1(e); and
 - (2) any other ordinary shares in RTD issued to you as Custodian in the 12 months prior to the date of submission of the Application Form as a result of an Instruction given by them to you as Custodian or Downstream Custodian to apply for ordinary shares in RTD on their behalf under an arrangement similar to the SPP; and
- (g) that a copy of the written offer document was given to each Participating Beneficiary; and
- (h) where paragraph 6.3(a)(2) applies, the name and address of each Custodian who holds beneficial interests in ordinary shares in RTD held by the Custodian in relation to each Participating Beneficiary.

6.4 Custodians should have received a Custodian Certificate with these Terms and Conditions (Schedule 1). If you are a Custodian and you did not receive a Custodian Certificate or would like further information on how to apply, you should contact the SPP Information Line on +61 3 9415 4000 or 1300 850 505.

7. Issue of Shares

- 7.1 RTD is prohibited from issuing any Shares to any Eligible Shareholder unless the Eligible Shareholder has provided the certification set out in section 5, and if a Custodian, has provided a Custodian Certificate, at the time of applying for the Shares.
- 7.2 The Directors of RTD reserve the right to issue to Eligible Shareholders such number of Shares under the SPP as is permitted under the Listing Rules without shareholder approval. In the event that the SPP is oversubscribed, the Board reserves the right to allocate fewer, or no, Shares than an Eligible Shareholder applies for under the SPP at its sole discretion.
- 7.3 RTD intends to issue the Shares under the SPP on or about 3 October 2014 2014 (**Issue Date**). RTD reserves the right to vary the Issue Date without further notice in the event that the Closing Date is varied pursuant to clauses 3.2 and/or 10.1.
- 7.4 In respect of application monies received from an Eligible Shareholder, RTD will, prior to the Issue Date, determine the maximum number of Shares rounded down to the nearest whole number which may be acquired by any Eligible Shareholder.
- 7.5 The allocation of Shares will be determined by the Board at its sole discretion.
- 7.6 In the event that the Offer under the SPP is not fully subscribed, the Board reserves its right to issue Shares in excess of the maximum \$15,000 worth of Shares specified in clause 3.3. (**Additional Issue**), to any person with the exception of related parties, (whether or not such person is an Eligible Shareholder) so long as the Additional Issue:
 - (a) satisfies section 708 of the Corporations Act;
 - (b) complies with the ASX Listing Rules; and
 - (c) any approval of Shareholders to the Additional Issue which is required under the Listing Rules or the Corporations Act is obtained.
- 7.7 RTD will apply to ASX for quotation of the Shares issued under the SPP and the Additional Issue (if any) within the period prescribed in the Listing Rules.

8. Subscription Price

- 8.1 The price of the Shares will be the Subscription Price.
- 8.2 The Subscription Price represents a 7% premium to the Volume Weighted Average Market Price.
- 8.3 The Shares are a speculative investment and the Closing Market Price of the Shares may change between the Opening Date and the Issue Date. This means that the Subscription Price you pay for the Shares may exceed the Closing Market Price of the Shares at time of the announcement of the SPP or the Issue Date.

The Company does not make any assurance as to the Closing Market Price of Shares and there can be no certainty that Shares in the Company will trade at or above the Subscription Price following the Issue Date. Shareholders should seek their own financial advice in relation to this Offer and participation in the SPP.

- 8.4 No brokerage, commissions, stamp duty or other transaction costs will be payable by Eligible Shareholders in respect of an application for, and an issue of, Shares under the SPP.
- 8.5 The Company may pay brokerage and other commissions in respect of any subscriptions procured in respect of any Additional Issue, as determined by the Board in its discretion.
- 8.6 The offer under the SPP is being managed by DJ Carmichael Pty Ltd and the Company has agreed to pay the Managers a management fee.

9. Non-residents

- 9.1 The right to participate in this offer under the SPP is available exclusively to persons who were registered as holders of fully paid ordinary shares in RTD at 7.00pm (Sydney time) on the Record Date and whose registered address was in Australia or in another jurisdiction where, in the opinion of the Board, it is lawful and reasonably practical to extend the Offer according to the laws of that jurisdiction.
- 9.2 Eligible Shareholders who are not residents of the jurisdictions mentioned above should consult their professional advisers as to whether any formalities need to be observed (either by them or the Company) to enable them to apply for Shares. It is the responsibility of such Eligible Shareholders to obtain all necessary approvals so they may legally apply for Shares. The return of a completed Application Form and accompanying Application Amount, or the forwarding of payment of the Application Amount using BPAY from a non-resident Eligible Shareholder will be taken by the Company to constitute a representation and warranty by that Eligible Shareholder that all relevant approvals have been obtained and that the Company may legally offer the Shares to that Eligible Shareholder.

10. General

- 10.1 The Board may change or terminate the SPP at any time prior to the Issue Date. If the Board does so, it will advise the ASX. Any omission to give notice of changes to, or termination of, the SPP, or the non-receipt of any such notice, will not invalidate the change or termination.
- 10.2 If the SPP is withdrawn, all Application Amounts received by RTD will be refunded. No interest will be paid on any refunded Application Amounts.
- 10.3 In addition to any rights of the Board to reject applications as set out in these Terms and Conditions, the Board also reserves the right to allocate fewer, or no, Shares than an Eligible Shareholder applies for under the SPP if the Board believes that the allotment of those Shares would contravene any of the Listing Rules or the requirements of the Class Order. In any such case, excess Application Amounts will be returned to the relevant applicant(s). No interest will be paid on Application Amounts so returned.
- 10.4 RTD may settle in any manner it deems appropriate, any disputes 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 RTD will be conclusive and binding on all persons to whom the determination relates.
- 10.5 RTD reserves the right to waive compliance with any provision of the SPP Terms and Conditions.
- 10.6 The Offer of Shares under the SPP is in accordance with the Class Order which grants relief from the requirement to prepare a disclosure document for this Offer and in accordance with the Listing Rules.
- 10.7 The contents of this document have not been reviewed by any regulatory authority in any jurisdiction.



ABN 86 115 229 984

For all enquiries:

Phone:



(within Australia) 1300 850 505
(outside Australia) 61 3 9415 4000

Web:



www.investorcentre.com/contact


┌ 000001 000 RTD
MR SAM SAMPLE
123 SAMPLE STREET
SAMPLETOWN VIC 3000

Make your payment:



See over for details of the Offer and how to make your payment

Share Purchase Plan Application Form

 **Your payment must be received by 5:00pm (AEST) Friday 26 September 2014**

This is an important document that requires your immediate attention.

It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

By making payment you agree to be bound by the Constitution of Rampart Energy Limited and that the submission of this payment constitutes an irrevocable offer by you to subscribe for Rampart Energy Limited shares on the terms of the Share Purchase Plan (SPP).

In addition, by submitting the slip below you certify that the aggregate of the application price paid by you for:

- the shares the subject of the slip below; and
- any other shares and interests in the class applied for by you under the SPP or any similar arrangement in the 12 months prior to the date of submission of the slip below does not exceed A\$15,000.

Rampart Energy Limited may make determinations in any manner it thinks fit, in relation to any difficulties which may arise in connection with the SPP whether generally or in relation to any participant or application.

Any determinations by Rampart Energy Limited will be conclusive and binding on all eligible shareholders and other persons to whom the determination relates. Rampart Energy Limited reserves the right to waive strict compliance with any provision of the terms and conditions of the SPP, to amend or vary those terms and conditions or to suspend or terminate the SPP at any time. Any such amendment, suspension or termination will be binding on all eligible shareholders even where Rampart Energy Limited does not notify you of that event.

Step 1: Registration Name

Please check the details provided and update your address via www.investorcentre.com if any of the details are incorrect.

If you have a CHESS sponsored holding, please contact your Controlling Participant to notify a change of address.

Step 2: Make Your Payment

Note that shares may be purchased in increments as set out on the reverse of this form, subject to purchase of the minimum value and not exceeding the maximum value. Note that the amount chosen may be subject to scale back in accordance with the terms of the SPP.

Choose one of the payment methods shown below.

BPAY®: See overleaf. Do not return the slip with BPAY payment.

By Mail: Complete the reverse side of this payment slip and detach and return with your payment. Make your cheque or bank draft payable in Australian dollars to Rampart Energy Limited. The cheque must be drawn from an Australian bank. Cash is not accepted.

Payment will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques received may not be re-presented and may result in your Application being rejected. Paperclip (do not staple) your cheque(s) to the slip below as indicated. Receipts will not be forwarded. Funds cannot be debited directly from your account.

Entering your contact details is not compulsory, but will assist us if we need to contact you.


Rampart Energy Limited Share Purchase Plan Application Form
Payment must be received by **5:00pm (AEST) Friday 26 September 2014**

Share Purchase Plan Application Form

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STEP 1 Registration Name & Offer Details

 For your security keep your SRN/
HIN confidential.

Registration Name: MR SAM SAMPLE
123 SAMPLE STREET
SAMPLETOWN VIC 3000

Entitlement No: 12345678

Offer Details: Record date: **19 August 2014**

Minimum value available to purchase: **\$2,500**

Maximum value available to purchase: **\$15,000**

STEP 2 Make Your Payment



Bill Code: 99999
Ref No: 1234 5678 9123 4567 89

Pay by Mail:



Make your cheque, money order or bank draft payable to Rampart Energy Limited.

Return your cheque with the below slip to:
Computershare Investor Services Pty Limited
GPO BOX 505 Melbourne Victoria 3001 Australia

Contact your financial institution to make your payment from your cheque or savings account.

Lodgement of Acceptance

If you are applying for shares and your payment is being made by BPAY[®], you do not need to return the slip below. Your payment must be received by no later than 5:00pm (AEST) Friday 26 September 2014. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. Neither Computershare Investor Services Pty Limited (CIS) nor Rampart Energy Limited accepts any responsibility for loss incurred through incorrectly completed BPAY[®] payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY[®] are received by this time.

If you are paying by cheque, bank draft or money order the slip below must be received by CIS by no later than 5:00pm (AEST) Friday 26 September 2014. You should allow sufficient time for this to occur. A reply paid envelope is enclosed for shareholders in Australia. Other Eligible Shareholders will need to affix the appropriate postage. Return the slip below with cheque attached. Neither CIS nor the Company accepts any responsibility if you lodge the slip below at any other address or by any other means.

Privacy Notice

The personal information you provide on this form is collected by Computershare Investor Services Pty Limited (CIS), as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing privacy@computershare.com.au. We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at privacy@computershare.com.au or see our Privacy Policy at <http://www.computershare.com/au>.

Detach here

Purchase Details for Rampart Energy Limited (choose one option)

\$2,500 worth of securities OR \$5,000 worth of securities OR \$10,000 worth of securities
 \$15,000 worth of securities



Entitlement No: 12345678

Payment must be received by 5:00pm (AEST) Friday 26 September 2014

MR SAM SAMPLE
123 SAMPLE STREET
SAMPLETOWN VIC 3000

Contact Details

Contact Name _____ Daytime Telephone _____

Cheque Details

Drawer	Cheque Number	BSB Number	Account Number	Amount of Cheque
				A\$

123456789123456789+000000001-3051+14

Interposed Custodians:

Name and address of each interposed custodian must be supplied below for valid acceptance. Use corresponding number key in certificate.

How to complete this section:

- 1) Interposed custodian name and address (all levels) to be documented in the table below. This can be completed once at each level of application.
- 2) Key for each Interposed custodian name and address to be recorded in Column B of the certification overleaf (example provided below).
- 3) One certificate is to be completed per registered holder. CIS **will not** accept multiple certificates or certificates from applicants not expressly noted on the Rampart Energy Ltd register of members.

Key:	1st Level Custodian	2nd Level Custodian	3rd Level Custodian	4th Level Custodian	5th Level Custodian
1	Sample Nominee Pty Limited, Level 5 152 Sample Street, Melbourne VIC 3000	Sample Investments Pty Limited <Investment A/C>, GPO Box 2 Adelaide SA 5000			
2	AAA Custodians Pty Limited, 1 Sample Street, Sampletown, VIC 3000	Sample Fund Managers Pty Ltd, PO Box 13, Sampletown VIC 3000			
3					
4					
5					
6					
7					
8					
9					
10					

Example:

Sample Investments Pty Limited is making applications on behalf of two of it's clients totalling \$30,000.00 under the SPP. As 2nd level custodian, Sample Investments provides the name and address of it's organisation in Cell C13. Sample Investments must then also provide the name and address of it's custodian client (1st level) who is holding the securities on their behalf in **Cell B13**. Each application entered on behalf of Sample Investments is to be recorded with the Key "1" on the custodian certification (**column B**).