

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name of entity

Karoon Gas Australia Limited

ABN

53 107 001 338

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 | Employee Share Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 100,000 Employee Share 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) | Unlisted employee incentive options issued pursuant to the Karoon Gas Australia Employee Share Option Plan.

Each Option will have an Exercise Price of \$2.03 and may be exercised at any time between 31 October 2007 and 31 October 2008. |

<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</p>				
<p>5 Issue price or consideration</p>	<p>\$ nil</p>				
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Issue of employee options to new employee pursuant to the Karoon Gas Australia Ltd Employee Share Option Plan.</p>				
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>8th May 2007</p>				
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="721 1354 995 1381">Number</th> <th data-bbox="1000 1354 1273 1381">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="721 1388 995 1415">94,427,897</td> <td data-bbox="1000 1388 1273 1451">Ordinary Fully Paid Shares</td> </tr> </tbody> </table>	Number	+Class	94,427,897	Ordinary Fully Paid Shares
Number	+Class				
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Number	+Class																
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	<table border="1"> <tbody> <tr> <td data-bbox="784 247 1065 369">500,000</td> <td data-bbox="1065 247 1344 369">Options expiring 30 June 2007, exercisable at 25 cents each</td> </tr> <tr> <td data-bbox="784 369 1065 537">1,500,000</td> <td data-bbox="1065 369 1344 537">Options expiring 30 September 2008, exercisable at 175 cents each</td> </tr> <tr> <td data-bbox="784 537 1065 705">1,500,000</td> <td data-bbox="1065 537 1344 705">Options expiring 30 September 2008, exercisable at 200 cents each</td> </tr> <tr> <td data-bbox="784 705 1065 873">1,500,000</td> <td data-bbox="1065 705 1344 873">Options expiring 30 September 2008, exercisable at 235 cents each</td> </tr> <tr> <td data-bbox="784 873 1065 1125">500,000</td> <td data-bbox="1065 873 1344 1125">Options each with an exercise price of \$1.65: Voluntary Escrow period ending 28th June 2006 with an expiry date 31 October 2007</td> </tr> <tr> <td data-bbox="784 1125 1065 1377">500,000</td> <td data-bbox="1065 1125 1344 1377">Options each with an exercise price of \$1.35: Voluntary Escrow period ending 25th February 2006 with an expiry date 30th June 2007</td> </tr> <tr> <td data-bbox="784 1377 1065 1545">100,000</td> <td data-bbox="1065 1377 1344 1545">Options with an exercise price \$1.60, expiring 1st August 2008.</td> </tr> <tr> <td data-bbox="784 1545 1065 1753">575,000</td> <td data-bbox="1065 1545 1344 1753">Options with an exercise price of \$2.03, expiring 31st October 2008</td> </tr> </tbody> </table>	500,000	Options expiring 30 June 2007, exercisable at 25 cents each	1,500,000	Options expiring 30 September 2008, exercisable at 175 cents each	1,500,000	Options expiring 30 September 2008, exercisable at 200 cents each	1,500,000	Options expiring 30 September 2008, exercisable at 235 cents each	500,000	Options each with an exercise price of \$1.65: Voluntary Escrow period ending 28th June 2006 with an expiry date 31 October 2007	500,000	Options each with an exercise price of \$1.35: Voluntary Escrow period ending 25th February 2006 with an expiry date 30th June 2007	100,000	Options with an exercise price \$1.60, expiring 1st August 2008.	575,000	Options with an exercise price of \$2.03, expiring 31 st October 2008
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10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	
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Part 2 - Bonus issue or pro rata issue

- 11 Is security holder approval required?
- 12 Is the issue renounceable or non-renounceable?
- 13 Ratio in which the +securities will be offered
- 14 +Class of +securities to which the offer relates
- 15 +Record date to determine entitlements
- 16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?
- 17 Policy for deciding entitlements in relation to fractions
- 18 Names of countries in which the entity has +security holders who will not be sent new issue documents
- Note: Security holders must be told how their entitlements are to be dealt with.
Cross reference: rule 7.7.
- 19 Closing date for receipt of acceptances or renunciations

- 20 Names of any underwriters
- 21 Amount of any underwriting fee or commission
- 22 Names of any brokers to the issue
- 23 Fee or commission payable to the broker to the issue
- 24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders
- 25 If the issue is contingent on +security holders' approval, the date of the meeting
- 26 Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled
- 27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders
- 28 Date rights trading will begin (if applicable)
- 29 Date rights trading will end (if applicable)
- 30 How do +security holders sell their entitlements *in full* through a broker?
- 31 How do +security holders sell *part* of their entitlements through a broker and accept for the balance?

32 How do +security holders dispose of their entitlements (except by sale through a broker)?

33 +Despatch date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) Securities described in Part 1

(b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 A copy of any trust deed for the additional +securities

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38 Number of securities for which
+quotation is sought

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39 Class of +securities for which
quotation is sought

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40 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

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41 Reason for request for quotation
now

Example: In the case of restricted securities, end of
restriction period

(if issued upon conversion of
another security, clearly identify
that other security)

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	Number	+Class
42	Number and +class of all +securities quoted on ASX (<i>including</i> the securities in clause 38)	

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.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided 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.

+ See chapter 19 for defined terms.

- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Date: 22nd May
2007.....
(Company Secretary)

Print name:Scott Hosking.....

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+ See chapter 19 for defined terms.