

6 February, 2017

Company Announcements  
Australian Securities Exchange  
Via: [www.asxonline.com](http://www.asxonline.com)

Dear Shareholder,

### NON-RENOUNCEABLE RIGHTS ISSUE

Genex Power Limited (**Genex** or the **Company**) is undertaking a non-renounceable Rights Issue to shareholders of 19,162,622 new fully paid ordinary shares (**New Shares**) at an issue price of \$0.16 each to raise up to \$3,066,019.51 before costs (**Rights Issue** or **Offer**). The Offer is underwritten by Morgans Corporate Limited and Canaccord Genuity (Australia) Limited (together the **Underwriters**).

Funds raised under the Rights Issue will be used to

- reach financial close in respect of GNX's Kidston Phase One 50MW Solar Project;
- provide general working capital;
- continue the development of Kidston 250MW Pumped Storage Hydro Project; and
- advance the development of the Kidston Phase Two Solar Project.

The Rights Issue will be offered to shareholders registered at the Record Date (as defined below) with a registered address in Australia or New Zealand (**Eligible Shareholders**) on the basis of 1 New Share for every 14 fully paid ordinary share in the capital of the Company (**Share**) held.

New Shares will rank equally with the Shares already on issue.

Following completion of the Rights Issue, the Company will have approximately 287,439,329 Shares on issue.

Fractional entitlements will be rounded up to the nearest whole number of New Shares.

#### **Actions required by Eligible Shareholders**

There are a number of actions Eligible Shareholders may take:

- You may wish to accept all or some of your rights to subscribe for New Shares pursuant to the Offer Document (**Entitlement**). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Boardroom Limited (**Share Registry**) by no later than 5:00pm on 22 February 2017, by completing and returning your Acceptance Form together with your cheque or bank cheque, made payable to "Genex Power Limited – Rights Issue" in Australian currency, or by arranging for payment by BPAY®, for the amount indicated on the Acceptance Form or the appropriate application monies (at \$0.16 per New Share).

- You may wish to accept all of your Entitlement and apply for Shares under the Shortfall Facility. To take up all your Entitlements and apply for Shares under the Shortfall Facility you will need to ensure your application money for the Entitlements you wish to take up and the Shares you wish to apply for under the Shortfall Facility is received by the Share Registry by no later than 5:00pm on 22 February 2017 by completing and returning your Acceptance Form (including the Shares under the Shortfall Facility that you wish to apply for) together with your cheque or bank cheque made payable to "Genex Power Limited – Rights Issue" in Australian currency, or by arranging for payment by BPAY®, for the amount indicated on the Acceptance Form plus the amount being applied for under the Shortfall Facility (at \$0.16 per New Share).
- You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

The Offer Document relating to this issue has been lodged with ASX and is available on ASX's company announcement platform at [www.asx.com.au](http://www.asx.com.au) and at [www.genexpower.com.au](http://www.genexpower.com.au). The timetable for the Rights Issue is set out below:

Event	Date
Trading Halt and Announcement of Offer	Wednesday, 1 February 2017
Despatch of notices to Optionholders informing them of the Offer	Wednesday, 1 February 2017
Remove Trading Halt and Lodgment of Appendix 3B, Offer Document and Cleansing Notice with ASX	Friday, 3 February 2017
Despatch of notices to Shareholders informing them of the Offer	Monday, 6 February, 2017
Settlement of Institutional Placement and Shares quoted on ex-entitlement basis	Wednesday, 8 February, 2017
<b>Allotment of Institutional Placement and Record Date for determining Entitlements</b>	<b>7pm, Thursday, 9 February, 2017</b>
Offer opens – despatch of Offer Document and Acceptance Form	Monday, 13 February, 2017
Last date to extend the Closing Date	Friday, 17 February, 2017
Closing Date	5pm, Wednesday, 22 February 2017
Shares quoted on deferred settlement basis	Thursday, 23 February, 2017
Company notifies the ASX of under-subscriptions	Monday, 27 February, 2017
Allotment and issue of New Shares	Wednesday, 1 March 2017
Trading of New Shares on ASX expected to commence	Thursday, 2 March 2017
Despatch of holding statements	Friday, 3 March 2017

*\*\* Dates are indicative only and are subject to change. Genex reserves the right, subject to the ASX Listing Rules, to amend this indicative timetable. For example, Genex reserves the right to extend the Closing Date, accept late applications under the Entitlement Offer (either generally or in particular cases) and to withdraw or vary the Entitlement Offer without prior notice. Any extension of the Closing Date will have a consequential effect on the date for the issue of New Shares under the Entitlement Offer. The last date to extend the Closing Date is Friday 17 February 2017. Genex will consult with the Underwriters in relation to any change to this indicative timetable and any such change will require the consent of the Underwriters. All times above are Australian Eastern Daylight Savings time.*

The Directors also reserve the right not to proceed with the whole or part of the Offer any time prior to allotment and issue of the New Shares. In that event, any payments received for Applications will be returned in full without interest.

There is no guarantee that any participating Shareholder will receive Shares under the Shortfall Facility. The Board reserves its right to scale back applications for Shortfall Shares and the Board's decision is final.

Full details of the Rights Issue, including the underwriting, the rights attaching to Shares and the use of funds are contained in the Offer Document that will be mailed to all Eligible Shareholders who are registered on the Record Date. Your entitlement will be set out on the personalised Acceptance Form accompanying the Offer Document. Instructions on how and when to apply under the Offer are set out in the Offer Document. Eligible Shareholders should read the Offer Document carefully.

If you require further information, please contact the Company Secretary on +61 2 9993 4407.

**Justin Clyne**

Company Secretary