ABN 79 003 152 154

NOTICE OF ANNUAL GENERAL MEETING, EXPLANATORY NOTES AND PROXY FORM

Annual General Meeting to be held at 11am (AEST) on Monday 25th May 2020

This is an important document that requires your immediate attention.

You should read this document in its entirety before deciding whether, or not, to vote in favour of any resolutions at the Annual General Meeting. If you are in doubt as to what you should do, you should consult your legal, investment or other professional adviser. If you have recently sold your Molopo Shares, please disregard this document.

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting (**AGM**) of Molopo Energy Limited ACN 003 152 154 (**Molopo** or **Company**) will be held at Suite 3, Level 2, 470 Collins Street Melbourne Victoria at 11am (AEST) on Monday 25th May 2020.

The Explanatory Notes, which accompany and form part of this Notice, describe in more detail the matters to be considered.

Shareholders of the Company (**Shareholders**) are invited to submit written questions to the Company prior to the AGM and we will seek to address those questions at the AGM.

Any questions should be sent to the Company Secretary at the Company's registered office. Written questions addressed to the auditor must be received by 20th May 2020. The Company asks that all other written questions be received by 22nd May 2020. Shareholders will also be given the opportunity to ask questions at the AGM.

Shareholders are advised that given the current situation with COVID-19 and the guidelines and restrictions issued by the State and Federal governments on the holding of meetings and travel to date, plus ASIC's released guidance for companies holding their Annual General Meeting, the location, date, time and format of the meeting may be subject to change. Shareholders will be advised closer to the meeting date of any changes if they are to apply.

Items of Ordinary Business

RECEIPT AND CONSIDERATION OF ACCOUNTS AND REPORTS

To receive and consider the Directors' report, Auditor's report and Financial report of the Company for the year ended 31 December 2019.

RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, pass the following resolution as ordinary resolution:

"That, for the purpose of section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report of the Company for the financial year ended 31 December 2019 be adopted by the Company."

Voting exclusion: The Company will disregard any votes cast on Resolution 1 by certain persons. Details of the voting exclusions applicable to Resolution 1 are set out in the Explanatory Notes.

While noting that each Director has a personal interest in their remuneration, as described in the Remuneration Report, the Board unanimously encourages all Shareholders to vote in favour of adopting the Remuneration Report.

RESOLUTION 2 - RE-ELECTION OF ANTHONY GEOFFREY HARTNELL AS A DIRECTOR

To consider and, if thought fit, pass the following resolution as ordinary resolution:

"That, for the purposes of Listing Rule 14.5 and rule 3.6 of the Company's constitution and for all other purposes, Mr Anthony Geoffrey Hartnell, having been appointed by shareholders as a director of the Company, retires, and being eligible offers himself for election, be re-elected as a director of the Company."

Item of Other Business

RESOLUTION 3 – REMOVAL OF WILLIAM MATTHEW JOHNSON AS A DIRECTOR

To consider and, if thought fit, pass the following resolution as ordinary resolution:

"That William Matthew Johnson be removed from office as a Director of the Company, with effect from closure of the meeting."

BY ORDER OF THE BOARD

Andrew Metcalfe Company Secretary

9 April 2020

The accompanying explanatory notes form part of this Notice of Annual General Meeting.

VOTING ENTITLEMENTS

The Board has determined that, for the purposes of voting at the AGM, Shares in the Company are taken as being held by the persons who hold them as at 7pm (AEST) on 23 May 2020.

VOTING RESTRICTIONS

Voting exclusion (Resolution 1):

The Corporations Act 2001 (Cth) (Corporations Act) restricts members of the Company's key management personnel (KMP) and their closely related parties (as defined in the Corporations Act) from voting in any capacity (e.g. as a Shareholder, proxy or corporate representative) on Resolution 1.

The KMP of the Company are the directors of the Company and those other persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly.

The Company will disregard any votes cast (in any capacity) on Resolution 1 by or on behalf of:

- a member of the KMP (as disclosed in the Company's 2019 remuneration report); and
- · their closely related parties,

unless the vote is cast by:

- the person as a proxy for a person entitled to vote, in accordance with the directions on the proxy form; or
- the chairman of the AGM where he or she has been appointed as a proxy by a Shareholder entitled to vote on Resolution 1 and the proxy appointment expressly authorises the Chairman of the AGM to exercise the undirected proxy.

Where a Shareholder appoints the Chairman of the AGM as their proxy and does not direct the proxy how to vote on Resolution 1 and expressly authorises the Chairman to exercise the undirected proxy, the Chairman of the AGM intends to vote the undirected proxy in FAVOUR of Resolution 1.

If you do not wish to appoint the Chairman of the AGM as your proxy to vote on Resolution 1 in the manner indicated above, the Company encourages you to complete the voting directions in respect of Resolution 1 in Step 2 of the proxy form.

CORPORATE REPRESENTATIVES

A corporate Shareholder may appoint a person to act as its representative at the AGM by providing the person with:

- a letter or certificate authorising him or her to act as the corporation's representative, executed in accordance with the corporation's constitution; or
- · a copy of the resolution appointing the representative, certified by a secretary or director of the corporation.

To be effective, the instrument by which the person who is appointed a representative of the corporate Shareholder must be received by the Company no later than 48 hours before the commencement of the AGM, i.e. by no later than 11 a.m. (AEST) on 23 May 2020.

PROXIES

If you are not able to attend the AGM but wish to vote, please complete and return the enclosed proxy form. To be valid, completed proxy forms must be received at the address given below no later than 48 hours before the commencement of the AGM, i.e. by no later than 11 a.m. (AEST) on 23 May 2020. Any proxy form received after that time will not be valid for the scheduled AGM.

The Chairman of the meeting is required to vote all directed proxies as specified in the appointment in respect of each resolution. In respect of undirected proxies, the Chairman of the meeting intends to vote or abstain from voting in respect of each resolution as stated in the Explanatory Notes.

Proxy forms may be lodged by posting the completed form in the reply-paid envelope provided (Australia only) or delivering or faxing the completed form to the address or fax number set out below.

By facsimile:

Australian based investors: 1800 783 447

Overseas based investors: +61 3 9473 2555

By mail or hand delivery:

Molopo Energy Limited, c/- Computershare Investor Services Pty Ltd, GPO Box 242, Melbourne Victoria 3001.

Delivering it in person to "Yarra Falls", 452 Johnston Street, Abbotsford Victoria 3067.

Online:

Electronically, by visiting www.investorvote.com.au and following the instructions provided (note a proxy cannot be appointed online if they are appointed under Power of Attorney or similar authority).

Custodians and nominees

For Intermediary Online subscribers only (custodians and nominees) please visit <u>www.intermediaryonline.com</u> to submit your voting intentions.

PROXY NOTES

- 1. A Shareholder entitled to attend and vote at the AGM has the right to appoint a proxy.
- 2. A Shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the Shareholder appoints two proxies and the appointment does not specify the proportion or number of the Shareholder's votes each proxy may exercise, each proxy may exercise one half of the Shareholder's votes. If the Shareholder appoints two proxies, neither proxy may vote on a show of hands.
- 3. A proxy need not be a Shareholder of the Company.
- 4. Proxies given by corporations must be signed in accordance with the constituent documents of the corporation or the laws in force in its place of incorporation, or by a duly appointed attorney. For Australian corporations, it is sufficient if the proxy is signed by two directors, a director and the secretary, or in the case of a proprietary company with only a sole director and secretary, that person.
- 5. Where a proxy form is signed on behalf of a Shareholder by an attorney or agent, the proxy will not be valid unless the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof) is lodged with the Company by delivery or mail, to the addresses specified above for the lodgement of proxy forms, no later than 48 hours before the scheduled time for commencement of the AGM, i.e. by no later than 11 a.m. (AEST) on 23 May 2020
- 6. A proxy form accompanies this Notice.

QUESTIONS FROM SHAREHOLDERS

Both prior to and at the AGM the Chairman will allow a reasonable opportunity for Shareholders to submit and ask questions or make comments on the management of the Company and the Remuneration Report.

The auditor responsible for preparing the auditor's report for the year ended 31 December 2019 (or his representative) will attend the AGM. The Chairman will also allow a reasonable opportunity for Shareholders to ask the auditor questions about the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of financial statements and the independence of the auditor in relation to the conduct of the audit.

Please submit any questions you may have in writing, and if addressed to the auditor, by no later than 20 May 2020, and if addressed to the Company, by no later than 22 May 2020.

EXPLANATORY NOTES

These Explanatory Notes have been prepared to provide information to Shareholders about the business to be conducted at the Company's 2020 Annual General Meeting.

1. THE FINANCIAL STATEMENTS AND REPORTS

The Corporations Act requires the Company's financial report (which includes financial statements, notes to the financial statements and Directors' declaration), Directors' report and auditor's report (together, **Reports**) to be tabled at the AGM. The Constitution of Molopo Energy Limited (**Constitution**) provides for the Reports to be received and considered at the AGM. There is no requirement, either in the Corporations Act or the Constitution, for Shareholders to approve any of the Reports. Shareholders will be given a reasonable opportunity to ask questions and make comments on the Reports and the management of the Company.

The Company's Annual Report for the year ended 31 December 2019 (2019 Annual Report) has been sent to Shareholders in accordance with the Corporations Act. The 2019 Annual Report (which includes the financial report, Directors' report, and auditor's report) is available on the Company's website at http://www.molopoenergy.com/investor-relations/.

2. RESOLUTION 1: REMUNERATION REPORT

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted be put to the Shareholders. However, section 250R(3) of the Corporations Act expressly provides that the vote on such a resolution is advisory only and does not bind the directors of the company.

The board of the Company will take the outcome of the vote on Resolution 1 into consideration when reviewing its remuneration practices and policies.

If 25% or more of votes that are cast are voted against the adoption of the remuneration report at two consecutive annual general meetings, Shareholders will be required to vote at the second of those annual general meetings on a resolution (a "spill resolution") to determine whether another meeting is to be held within 90 days at which all the Directors (other than the managing director) must go up for re-election.

At the Company's previous annual general meeting the votes against the remuneration report constituted less than 25% of the votes cast on the resolution. As such, there is no spill resolution to be considered at this AGM.

The Remuneration Report sets out the Company's remuneration arrangements for the Directors and senior management of the Company (described as '**Key Management Personnel**') as required by section 300 of the Corporations Act. The Remuneration Report is part of the Directors' report in the financial report of the Company for the financial year ending 31 December 2019.

A reasonable opportunity will be provided for Shareholders to ask questions about or make comments on the Remuneration Report at the AGM.

A voting exclusion applies to Resolution 1.

Directors' recommendation

While noting that each Director has a personal interest in their remuneration, as described in the Remuneration Report, the Board unanimously recommends that Shareholders vote in favour of adopting the Remuneration Report.

The Board encourages all Shareholders entitled to vote, to cast their votes in relation to Resolution 1 and if Shareholders choose to appoint a proxy, Shareholders are encouraged to direct their proxy how to vote on this Resolution by marking

either "For", "Against" or "Abstain" on the proxy form.

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 1.

3. RESOLUTION 2 - Re-election of Mr Anthony Geoffrey Hartnell AM

Mr. Hartnell joined the Board on 31 May 2018.

Pursuant to Listing Rule 14.5 and rule 3.6 of the Company's constitution Mr Hartnell must seek re-election as a director of the Company at the Company's AGM.

Mr Hartnell, BEc, LLB (Hons) (ANU), LLM (Highest Hons) (George Washington) is a Founding Partner at Atanaskovic Hartnell with extensive experience in corporate and commercial law, regulatory issues, corporate financing, takeovers, trade practices, collective investments and investigations and enforcement actions.

He was inaugural Chairman of the Australian Securities Commission (1989-1992). He co-founded Atanaskovic Hartnell in 1994 and was until recently President of the Board of Governors of the ANU Endowment for Excellence (2009-2020). His work with the ASC was recognised with an Officer in the Order of Australia and he was also awarded a Centenary Medal for 'Outstanding service to corporate regulation in Australia'.

Tony was previously Chairman of the National Companies and Securities Commission (1990-91), Member of the National Companies and Securities Advisory Committee (1990-92), Special Legal Advisor to the Australian Government Inquiry into Telecommunications (1985), Partner of Allen & Hemsley (1980-1990, 1993) and Chief Legal Counsel of the Bankers Trust Australia Group (1997).

The Board encourages all Shareholders entitled to vote, to cast their votes in relation to Resolution 2 and if Shareholders choose to appoint a proxy, Shareholders are encouraged to direct their proxy how to vote on this Resolution by marking either "For", "Against" or "Abstain" on the proxy form.

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 2.

RESOLUTION 3 - Removal of Mr. William Matthew Johnson as director

Background to the resolution

On 24 March 2020, Keybridge Capital Limited (**Keybridge**) issued a requisition on the Company under section 249D of the Corporations Act to call a general meeting of Shareholders together with a notice under section 203D of the Corporations Act notifying the Company of its intention to move a resolution to remove Mr. Johnson as a director of the Company. Keybridge is a substantial Shareholder in the Company holding approximately 18.48% of the issued Shares in the Company.

As the date of the requisitioned meeting would have been very close to the date of the Company's scheduled 2020 AGM, the Company has included this resolution in the Notice of Meeting for the AGM instead of calling a separate meeting.

Mr. Johnson joined the Board on 31 May 2018.

Mr Johnson, MA (*Oxon*), MBA, MAICD, holds a Masters degree in engineering science from Oxford University, England and an MBA from Victoria University, New Zealand. His 30-year business career spans multiple industries and countries, with executive/CEO experience in oil and gas exploration (North Africa and Australia), mineral exploration and investment (Australia, Peru, Chile, Saudi Arabia, Oman and Indonesia), telecommunications infrastructure investment (New Zealand, India, Thailand and Malaysia) and information technology and Internet ventures (New Zealand, Philippines and Australia). Between 2006 and 2008, William served as Director of Australian oil and gas explorer and producer Drillsearch Energy (ASX:DLS). He is a highly experienced public company director with considerable depth of experience in business

strategy, investment analysis, finance and execution.

William is currently Managing Director of Strike Resources Limited (ASX:SRK), an Executive Director of Bentley Capital Limited (ASX:BEL) and a Director of Keybridge.

The Board encourages all Shareholders entitled to vote to cast their votes in relation to Resolution 3 and if Shareholders choose to appoint a proxy, Shareholders are encouraged to direct their proxy how to vote on this Resolution by marking either "For", "Against" or "Abstain" on the proxy form.

The Chairman of the meeting intends to abstain from voting undirected proxies in respect of Resolution 3.

Glossary

In the Notice of Meeting and the Explanatory Notes, the following terms have the following meaning unless the context requires otherwise.

Annual General Meeting or **AGM** means the annual general meeting of the Company convened by the Notice of Meeting. **ASIC** means the Australian Securities & Investments Commission.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.

Board means the current board of directors of Molopo.

Corporations Act means the Corporations Act 2001 (Cth).

Explanatory Notes means the explanatory statement and explanatory notes accompanying the Notice of Meeting.

Keybridge means Keybridge Capital Limited (ACN 088 267 190).

Molopo or Company means Molopo Energy Limited (ACN 003 152 154).

Notice of Meeting or **Notice of Annual General Meeting** or **Notice** means this notice of meeting including the Explanatory Statement and the proxy form.

Share means a fully paid ordinary share in the capital of Molopo.

Shareholder mean the holder of a Share.

Dear Molopo Shareholder

At this meeting you are being asked to vote on a resolution to remove me as a director of Molopo.

This resolution being put to Molopo shareholders is, I believe, part of a plan by Nicholas Bolton (who controls Keybridge Capital Limited, a major shareholder in Molopo) to get control of Molopo.

If you do not know who Nicholas Bolton is, a quick Google search will provide you with plenty of background.

I joined the Board of Molopo in May 2018 at the same time as my fellow Board members Antony Hartnell, Ralph Curton and Chairman Roger Corbett. Since this time your directors have worked tirelessly and diligently as a team, to attempt to recover the approximately US\$35 million spent by former directors of Molopo in highly questionable circumstances.

Our sole focus over the last two years has been to understand the circumstances behind the massive loss of Company funds and to take legal steps to recover what we can. Our efforts have resulted in a strong case being made against former directors of the Company for breaching their Directors Duties and this case is currently scheduled to go to trial later this year.

Depending upon the outcome of this case, Molopo will be a Company whose only asset is likely to be its cash – if we are successful with our legal case, potentially substantially more than we have today.

Your current directors, with our diverse and complimentary range of backgrounds and skills, make an excellent team that is exceptionally well equipped to deal with the matters at hand. We are working tirelessly to provide you as shareholders with the best chance of recovering value from your investment in Molopo and, should we be successful in our legal case against the former directors, we will act as trusted guardians of any additional cash recovered.

I encourage you vote against Nick Bolton's disruptive resolution for my removal and to keep the current Molopo Board together.

Sincerely

William Johnson

Director

Molopo Energy Limited.



MPO

FLAT 123



Need assistance?



Phone:

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



www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by 11:00am (AEST) Saturday 23 May 2020.

Proxy Form

How to Vote on Items of Business

MR SAM SAMPLE

123 SAMPLE STREET THE SAMPLE HILL SAMPLE ESTATE SAMPLEVILLE VIC 3030

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

ATTENDING THE MEETING

If you are attending in person, please bring this form with you to assist registration. Shareholders are advised that given the current situation with COVID-19 and the guidelines and restrictions issued by the State and Federal governments on the holding of meetings and travel to date, plus ASIC's released guidance for companies holding their Annual General Meeting, the location, date, time and format of the meeting may be subject to change. Shareholders will be advised closer to the meeting date of any changes if they are to apply.

Corporate Representative

If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Appointment of Corporate Representative" prior to admission. A form may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Lodge your Proxy Form:



Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999 SRN/HIN: 19999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited GPO Box 242 Melbourne VIC 3001 Australia

By Fax:

1800 783 447 within Australia or +61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

ı	Change of address. If incorrect,
	mark this box and make the
	correction in the space to the left.
	Securityholders sponsored by a
	broker (reference number
	commences with 'X') should advise
	your broker of any changes.



I 999999999

Proxy Form

40

Form		Please m	ark X to	indicat	e your dir	ections
Appoint	a Proxy to	Vote on Your Behalf				XX
member/s of Mo	olopo Energy Lin	nited hereby appoint				
airman Meeting			you have	selected	the Chairma	n of the
at the meeting on mitted by law, as d, Suite 3, Level ent of that meeting thorised to exer //our proxy (or th 1 (except where the remuneration te: If the Chairman	n my/our behalf ar the proxy sees fi 2, 470 Collins Str ng. cise undirected the Chairman beco I/we have indicate of a member of an of the Meeting	nd to vote in accordance with the following directions (or if t) at the Annual General Meeting of Molopo Energy Limite reet, Melbourne VIC 3000 on Monday, 25 May 2020 at 11: proxies on remuneration related resolutions: Where I/mes my/our proxy by default), I/we expressly authorise the ted a different voting intention in step 2) even though Resolution and the Chairmar is (or becomes) your proxy you can direct the Chairman to the communication of the Chairman to the communication of the Chairman to the Cha	no direction ed to be held :00am (AES we have ap e Chairman olution 1 is on.	ns have a lat the carry and a lat the carry and a lat the carry and a lat to exercise to exercise to exercise to exercise the carry and the carry and the lat the carry and the lat th	been given offices of Mat any adjointhe Chairm cise my/our ed directly of the control of the con	and to colopo urnment an of the proxy
Items of	Business		0,			•
				For	Against	Abstain
Adoption of Re	muneration Repo	ort				
Re-election of	Anthony Hartnell	as a director				
Removal of Wi	lliam Johnson as	a director				
	Appoint member/s of Mo airman Meeting Idividual or body at the meeting or mitted by law, as d, Suite 3, Level ent of that meetin horised to exer vour proxy (or th 1 (except where the remuneration te: If the Chairm bolution 1 by mark Items of Adoption of Re Re-election of	Appoint a Proxy to member/s of Molopo Energy Lirairman Meeting Individual or body corporate named at the meeting on my/our behalf armitted by law, as the proxy sees fit d, Suite 3, Level 2, 470 Collins Strent of that meeting. Individual or body corporate named at the meeting on my/our behalf armitted by law, as the proxy sees fit d, Suite 3, Level 2, 470 Collins Strent of that meeting. Individual or body corporate named at the meeting of the meeting of the member of the	Appoint a Proxy to Vote on Your Behalf member/s of Molopo Energy Limited hereby appoint airman Meeting OR dividual or body corporate named, or if no individual or body corporate is named, the Chair at the meeting on my/our behalf and to vote in accordance with the following directions (or if mitted by law, as the proxy sees fit) at the Annual General Meeting of Molopo Energy Limite d, Suite 3, Level 2, 470 Collins Street, Melbourne VIC 3000 on Monday, 25 May 2020 at 11 ent of that meeting. horised to exercise undirected proxies on remuneration related resolutions: Where I/ v/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise th 1 (except where I/we have indicated a different voting intention in step 2) even though Rese the remuneration of a member of key management personnel, which includes the Chairman te: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman clution 1 by marking the appropriate box in step 2.	Appoint a Proxy to Vote on Your Behalf member/s of Molopo Energy Limited hereby appoint airman Meeting OR Dividual or body corporate named, or if no individual or body corporate is named, the Chairman of the It the meeting on my/our behalf and to vote in accordance with the following directions (or if no direction mitted by law, as the proxy sees fit) at the Annual General Meeting of Molopo Energy Limited to be held, Suite 3, Level 2, 470 Collins Street, Melbourne VIC 3000 on Monday, 25 May 2020 at 11:00am (AES ant of that meeting. horised to exercise undirected proxies on remuneration related resolutions: Where I/we have ap //our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman 1 (except where I/we have indicated a different voting intention in step 2) even though Resolution 1 is of the remuneration of a member of key management personnel, which includes the Chairman. te: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for o plution 1 by marking the appropriate box in step 2. Items of Business PLEASE NOTE: If you mark the Abstain box for an item, you are directing you behalf on a show of hands or a poll and your votes will not be counted in com Adoption of Remuneration Report Re-election of Anthony Hartnell as a director	Appoint a Proxy to Vote on Your Behalf member/s of Molopo Energy Limited hereby appoint airman Meeting OR PLEASE NOTE: Lyou have selected Meeting. Do not in dividual or body corporate is named, the Chairman of the Meeting. Do not in dividual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, it the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have mitted by law, as the proxy sees fit) at the Annual General Meeting of Molopo Energy Limited to be held at the order of that meeting. Applead of Molopo Energy Limited to be held at the order of the transport of Molopo Energy Limited to be held at the order of the transport of the Meeting of Molopo Energy Limited to be held at the order of the transport of the Meeting of Molopo Energy Limited to be held at the order of the transport of Molopo Energy Limited to be held at the order of the Meeting of Molopo Energy Limited to be held at the order of the Meeting of Molopo Energy Limited to be held at the order of the Meeting of Molopo Energy Limited to be held at the order of Meeting of Molopo Energy Limited to be held at the order of Meeting of Molopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Meeting of Melopo Energy Limited to be held at the order of Notation States of Meeting of Melopo Energy Limited to Beating o	Appoint a Proxy to Vote on Your Behalf member/s of Molopo Energy Limited hereby appoint Airman OR PLEASE NOTE: Leave this bo you have selected the Chairma Meeting. Do not insert your ow dividual or body corporate is named, the Chairman of the Meeting, as my/our to the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given mitted by law, as the proxy sees fit) at the Annual General Meeting of Molopo Energy Limited to be held at the offices of Md, Suite 3, Level 2, 470 Collins Street, Melbourne VIC 3000 on Monday, 25 May 2020 at 11:00am (AEST) and at any adjoint of that meeting. Norised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairma horised to exercise undirected proxies on remuneration in step 2) even though Resolution 1 is connected directly of the remuneration of a member of key management personnel, which includes the Chairman. The If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstair plution 1 by marking the appropriate box in step 2. Items of Business PLEASE NOTE: If you mark the Abstain box for an item, you are directing your proxy not to vote or behalf on a show of hands or a poll and your votes will not be counted in computing the required meeting. For Against Re-election of Anthony Hartnell as a director

The Chairman of the Meeting intends to vote undirected proxies in favour of Resolutions 1 and 2 and abstain from voting undirected proxies in respect of Resolution 3. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Individual or Securityholder 1	Securityholder 2		Securityholder 3	¬
				1 1
Sole Director & Sole Company Secre	tary Director		Director/Company Secretary	Date
Update your communication	details (Optional)		By providing your email address, you consent to	receive future Notice









MPORM

MR RETURN SAMPLE 123 SAMPLE STREET SAMPLE SURBURB SAMPLETOWN VIC 3030

Dear Securityholder,

We have been trying to contact you in connection with your securityholding in Molopo Energy Limited. Unfortunately, our correspondence has been returned to us marked "Unknown at the current address". For security reasons we have flagged this against your securityholding which will exclude you from future mailings, other than notices of meeting.

Please note if you have previously elected to receive a hard copy Annual Report (including the financial report, directors' report and auditor's report) the dispatch of that report to you has been suspended but will be resumed on receipt of instructions from you to do so.

We value you as a securityholder and request that you supply your current address so that we can keep you informed about our Company. Where the correspondence has been returned to us in error we request that you advise us of this so that we may correct our records.

You are requested to include the following;

- > Securityholder Reference Number (SRN);
- > ASX trading code;
- > Name of company in which security is held;
- > Old address; and
- > New address.

Please ensure that the notification is signed by all holders and forwarded to our Share Registry at:

Computershare Investor Services Pty Limited GPO Box 2975 Melbourne Victoria 3001 Australia

Note: If your holding is sponsored within the CHESS environment you need to advise your sponsoring participant (in most cases this would be your broker) of your change of address so that your records with CHESS are also updated.

Yours sincerely

Molopo Energy Limited