



ABN 69 009 196 810
(Incorporated in Western Australia)

Level 2, 30 Richardson Street
West Perth, WA 6005
PO Box 1786, West Perth WA 6872
T+61 8 9321 9886 F +61 8 9321 8161

1 May 2023

Dear Sir/Madam

Extraordinary General Meeting of Prominence Energy Ltd

You are invited to attend the extraordinary general meeting of shareholders of Prominence Energy Ltd (**Company**) (ASX: PRM) to be held at Level 2, 30 Richardson Street West Perth WA 6005 (**Location**) on Friday 2 June 2023 at 10:00am (AWST) (**Meeting**).

The Company will not be sending a hard copy of the Notice of Meeting (**Notice**) to Shareholders. Instead, a copy of the Notice will be made available electronically as follows:

- via the Company's website at www.prominenceenergy.com.au/irm/content/asx-announcements;
- via the Company's ASX page at www.asx.com.au/asx/share-price-research/company/PRM;
- and if you have nominated an email address and have elected to receive electronic communications from the Company, via the electronic link that is sent to your nominated email address.

The Company will be conducting the Meeting at the Location without the use of video conferencing technology.

All the resolutions in the Notice will be voted upon by poll. If you wish to vote on any of the resolutions identified in the Notice, you must vote online or attend the Meeting in person or by proxy. If you do not wish to vote at the Meeting, you are encouraged to appoint the Chair as proxy prior to the Meeting. A proxy form is provided with this letter and should be filled out with specific instructions on how your vote is to be exercised in relation to each resolution, and the Chair must follow such instructions. The Notice sets out instructions on how to properly complete and send the proxy form to the Company or submit your vote online.

If you are unable to access the Notice through the above means or for any other reason, please contact the Company Secretary on +61 8 6489 1600 or at corporate@prominenceenergy.com.au between 9:00am to 5:00pm (AWST) on Monday to Friday to arrange to access a copy of the Notice.

Yours faithfully
PROMINENCE ENERGY LTD
Sonu Cheema
Company Secretary



PROMINENCE ENERGY LTD
ABN 69 009 196 810

NOTICE OF EXTRAORDINARY GENERAL MEETING
EXPLANATORY STATEMENT
AND
PROXY FORM

Date of Meeting
2 June 2023

Time of Meeting
10:00AM AWST

Place of Meeting
Level 2, 30 Richardson Street
West Perth WA 6005

This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

Should you wish to discuss any matter please do not hesitate to contact the Company Secretary, Mr Sonu Cheema on +61 8 9321 9886.



NOTICE OF GENERAL MEETING

Notice is hereby given that a general meeting of Shareholders of Prominence Energy Ltd ABN 69 009 196 810 (**Company**) will be held at Level 2, 30 Richardson Street West Perth WA 6005 on 2 June 2023 at 10:00 AM (AWST) (**Meeting**).

The Explanatory Memorandum to this Notice provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form form part of this Notice.

The Directors have determined pursuant to regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on 31 May 2023 at 10:00 AM (AWST).

Terms and abbreviations used in this Notice and Explanatory Memorandum are defined in Section 3.

AGENDA

ORDINARY BUSINESS

1 RESOLUTION 1 – APPROVAL TO ISSUE INTRODUCER SHARES TO MICHAEL WILSON

To consider, and if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution**:

That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue the Introducer Shares to Michael Wilson on the terms and conditions set out in the Explanatory Statement.

Voting Exclusion

A person who is expected to participate in, or who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) (namely, Michael Wilson) or an associate of that person (or those persons).

However, this does not apply to a vote cast in favour of the Resolution by:

- (a) a person as a proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with directions given to the proxy or attorney to vote on the Resolution in that way;
- (b) the Chair of the meeting as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the Resolution; and
 - (ii) the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

2 RESOLUTION 2 – CONSOLIDATION OF CAPITAL

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

That pursuant to section 254H of the Corporations Act and for all other purposes, the issued capital of the Company be consolidated on the basis that:

- (a) every 20 Shares be consolidated into 1 Share;
- (b) every 20 Options be consolidated into 1 Option; and
- (c) every 20 Performance Rights be consolidated into 1 Performance Right,

and, where this consolidation results in a fraction of a Security being held, the Company be authorised to round that fraction up to the nearest whole number and otherwise on the terms and conditions set out in the Explanatory Statement.



Dated 1 May 2023

By order of the Board of Directors.

A handwritten signature in black ink, appearing to read 'Alexander Parks', is written over a horizontal line.

Alexander Parks
Managing Director



EXPLANATORY STATEMENT

INTRODUCTION

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held at Level 2, 30 Richardson Street West Perth WA 6005 on 2 June 2023 at 10:00 AM (AWST).

This Explanatory Memorandum should be read in conjunction with, and forms part of, the accompanying Notice. The purpose of this Explanatory Memorandum is to provide information to Shareholders in deciding whether or not to pass the Resolutions set out in the Notice.

A Proxy Form is located at the end of the Explanatory Memorandum.

ACTION TO BE TAKEN BY SHAREHOLDERS

Shareholders should read the Notice and this Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

VOTING BY PROXY

A Proxy Form is attached to the Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, sign and return the Proxy Form to the Company in accordance with the instructions thereon. Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

Please note that:

- (a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company; and
- (c) a member of the Company 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, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

1 RESOLUTION 1 – APPROVAL TO ISSUE INTRODUCER SHARES TO MICHAEL WILSON

1.1 Background

On 30 March 2023, the Company announced that it had entered a bid on two adjacent lease blocks (A87 and A90, collectively referred to hereafter as the **Project**) located in the Gulf of Mexico in the USA Outer Continental Shelf (OCS) Federal Bid Round 259. The Project covers an area of 11,520 acres (~46km²).

The bid is subject to OCS bid adequacy review which is normally concluded within 90 days. For further information on the Project, refer to the Company announcement dated 30 March 2023. As set out in the announcement, the Company was introduced to the Project by Michael Wilson, a geologist who previously worked with major oil companies in the Gulf of Mexico for an extensive part of his career.

Pursuant to the agreement between the Company and Mr Wilson, Mr Wilson is entitled to receive up to \$150,000 worth of Shares for services provided by Mr Wilson in introducing the Project to the Company. The Shares are to be issued in two tranches subject to Shareholder approval (see below). If Shareholder approval is not obtained for the issue of Shares to Mr Wilson, the Company has agreed to settle the fees payable to Mr Wilson in cash.



The fees are payable to Mr Wilson is payable upon the following milestones being met:

Tranche	Milestone	Consideration
Tranche 1	Upon the granting of either lease A87 or A90.	\$50,000 worth of Shares at an issue price equal to the VWAP of Shares trading on the ASX over the 10 days prior to and including the date the milestone is reached (Introducer Shares).
Tranche 2	Upon the Company deciding to drill a well or wells within the Project and such drilling resulting in a discovery.	\$100,000 worth of Shares at an issue price equal to the VWAP of Shares trading on the ASX over the 10 days prior to and including the date that the milestone is reached.

In addition to the above fees, the Company has agreed to grant Mr Wilson a 1% Over Riding Royalty Interest on the lease blocks comprising the Project.

The issue of the Introducer Shares under Tranche 1 is the subject of Shareholder approval pursuant to Resolution 1. Subject to Shareholder approval under Resolution 1, Mr Wilson has agreed to enter into voluntary escrow agreement for 50% of the Introducer Shares for a 12 month period.

The timing for achievement of the milestone for Tranche 2 is currently unknown. Accordingly, the Company is not seeking Shareholder approval for Shares to be issued pursuant to this tranche at the Meeting and will seek such approval at a later date.

1.2 Listing Rule 7.1

Listing Rule 7.1 provides that a company must not (subject to specified exceptions), without the approval of shareholders, issue or agree to issue during any 12 month period any equity securities, or other securities with rights to conversion to equity (such as an option), if the number of those securities exceeds 15% of the number of ordinary securities on issue at the commencement of that 12 month period.

The issue of the Introducer Shares does not fall within any of the exceptions to Listing Rule 7.1. While the issue of the Introducer Shares is not expected to exceed the 15% limit in Listing Rule 7.1 and can therefore likely be made without breaching the rule, the Company wishes to retain as much flexibility as possible to issue additional equity securities in the future without having to obtain shareholder approval under Listing Rule 7.1. To do this, the Company is seeking Shareholder approval of the issue of the Introducer Shares under Listing Rule 7.1 so that it does not use up any of the 15% limit on issuing equity securities without Shareholder approval set out in Listing Rule 7.1.

To this end, Resolution 1 seeks Shareholder approval to the issue of the Introducer Shares under and for the purposes of Listing Rule 7.1.

If Resolution 1 is passed, the issue of the Introducer Shares can proceed without using up any of the Company's 15% limit on issuing equity securities without Shareholder approval under Listing Rule 7.1.

If Resolution 1 is not passed, the issue of the Introducer Shares can still proceed but it will reduce, to that extent, the Company's capacity to issue equity securities without Shareholder approval under Listing Rule 7.1 for 12 months following the issue of the Introducer Shares.

Resolution 1 is an ordinary resolution.

1.3 Number of Introducer Shares to be issued

Subject to Shareholder approval under this Resolution, the Company has agreed to issue the Introducer Shares, with the number of Shares being determined by dividing \$50,000 by the 10-day VWAP of the Company's Shares on ASX immediately prior to (and including) the date that the relevant milestone is met.



Since there is no floor on the issue price of the Introducer Shares (i.e., the number of Shares that could be issued under Resolution 1 is uncapped), there is a risk that the issue of Introducer Shares under Resolution 1 could be materially dilutive to existing Shareholders if the market price of Shares falls substantially before the Introducer Shares are issued.

For illustrative purposes, the table below provides some examples of the number of Introducer Shares that could be issued under Resolution 1 should Resolution 1 be approved by Shareholders on a pre-Consolidation basis (based on the Company's 10-day VWAP to 28 April 2023, being the last trading day prior to this Notice).

	Shares on issue as at the date of this Notice	Number of Introducer Shares	Dilutionary Effect
Current 10-day VWAP: \$0.0014	2,424,608,819	35,714,286	1.47%
25% appreciation to the current 10-day VWAP: \$0.00175	2,424,608,819	28,571,429	1.18%
50% appreciation to the current 10-day VWAP: \$0.0021	2,424,608,819	23,809,524	0.98%
25% depreciation to the current 10-day VWAP: \$0.00105	2,424,608,819	47,619,048	1.96%
50% depreciation to the current 10-day VWAP: \$0.0007	2,424,608,819	71,428,571	2.95%

The Company notes that the above workings are examples only and not indicative of the actual VWAP of Shares at the date the milestone is reached or the actual number of Introducer Shares that will be issued. Both of these amounts may differ depending on trading of Shares between now and the milestone being reached.

1.4 Information required by Listing Rule 7.3

The following information is provided for the purposes of Listing Rule 7.3:

- (a) The Introducer Shares will be issued to Michael Wilson who is not a related party of the Company.
- (b) As set out in Section 1.3, the number of Introducer Shares to be issued will be determined by dividing \$50,000 by the issue price equal to the 10-day VWAP of the Company's Shares on ASX immediately prior to the date that the relevant milestone is achieved.
- (c) The Introducer Shares will be fully paid ordinary shares in the capital of the Company and will rank equally in all respects with the Company's existing Shares on issue.
- (d) The Introducer Shares may be issued no later than three months after the date of the Meeting (or such later date to the extent permitted by an ASX waiver or modification of the Listing Rules).
- (e) The Introducer Shares will be issued as part of the fees for services provider by Mr Wilson in introducing the Project to the Company. Accordingly, no funds will be raised from the issue of the Introducer Shares.
- (f) The material terms of the agreement between the Company and Mr Wilson is set out in Section 1.1.
- (g) A voting exclusion statement is included in the Notice.



2 RESOLUTION 2 – CONSOLIDATION OF CAPITAL

2.1 Background

Resolution 2 seeks Shareholder approval to consolidate the Company's issued capital on the basis that:

- (a) every twenty (20) Shares be consolidated into one (1) Share (subject to rounding);
 - (b) every twenty (20) Options be consolidated into one (1) Option (subject to rounding); and
 - (c) every twenty (20) Performance Rights be consolidated into one (1) Performance Right (subject to rounding),
- (together, the **Consolidation**).

2.2 Legal requirements

Section 254H of the Corporations Act provides that a company may, by resolution passed in a general meeting, convert all or any of its shares into a larger or smaller number.

The ASX Listing Rules also require that the number of Options on issue be consolidated in the same ratio as the ordinary capital and the exercise price of Options be amended in inverse proportion to that ratio. As at the date of this Notice, the Company has on issue 911,895,579 Options which will be consolidated and amended as set out in Section 3.6.

2.3 Fractional Entitlements

Not all Security Holders will hold that number of Shares or Options (as the case may be) which can be evenly divided by 20. Where a fractional entitlement occurs, the Company will round that fraction up to the nearest whole number.

2.4 Taxation

It is not considered that any taxation implications will exist for Security holders arising from the Consolidation. However, Security Holders are advised to seek their own tax advice on the effect of the Consolidation and neither the Company, nor its advisers, accept any responsibility for the individual taxation implications arising from the Consolidation.

2.5 Holding statements

From the date two business days after the Effective Date (as set out in the timetable in Section 2.7 below), all holding statements for Securities will cease to have any effect, except as evidence of entitlement to a certain number of Securities on a post-Consolidation basis.

After the Consolidation becomes effective, the Company will arrange for new holding statements for Securities to be issued to holders of those Securities.

It is the responsibility of each Security Holder to check the number of Securities held prior to disposal or exercise (as the case may be).

2.6 Effect on capital structure

The effect which the Consolidation will have on the Company's capital structure is set out in the tables below.

	Shares	Options	Performance Rights
Current issued capital	2,424,608,819	911,895,579 ²	45,250,000 ³
Following completion of the Consolidation	121,230,441	45,594,779 ²	2,262,500 ³
Total^{4,5}	121,230,441	45,594,779	2,262,500

Notes:

1. This table does not include any Security issues which are proposed under this Notice of Meeting.
2. The terms of these Options are set out in the table below.
3. The terms of these Performance Rights are set out in the table below.
4. Assumes no Options are exercised and no Performance Rights vest prior to the completion of the Consolidation.
5. Subject to rounding.

The effect the Consolidation will have on the terms of the Options is set out in the table below.

Options pre-Consolidation

Terms	Number
Options exercisable at \$0.02 each on or before 1 September 2023	911,895,579

Options post-Consolidation

Terms	Number
Options exercisable at \$0.40 each on or before 1 September 2023	45,594,779

The effect the Consolidation will have on the terms of the Performance Rights is set out in the table below.

Performance Rights pre-Consolidation

Terms	Number
Class A Performance Rights vesting upon 10-day VWAP of Shares being equal to or greater than \$0.005	22,250,000
Class B Performance Rights vesting upon 10-day VWAP of Shares being equal to or greater than \$0.008	23,000,000

Performance Rights post-Consolidation

Terms	Number
Class A Performance Rights vesting upon 10-day VWAP of Shares being equal to or greater than \$0.10	1,112,500
Class B Performance Rights vesting upon 10-day VWAP of Shares being equal to or greater than \$0.16	1,150,000

2.7 Indicative timetable

If Resolution 2 is passed, the Consolidation will take effect in accordance with the following timetable (as set out in Appendix 7A (paragraph 7) of the ASX Listing Rules):

Action	Date
Company announces Consolidation.	1 May 2023

Company sends out the Notice of Meeting. Company announces Effective Date of Consolidation.	1 May 2023
Shareholders vote on Resolution 2 to approve the Consolidation.	2 June 2023
Effective Date of Consolidation.	2 June 2023
Last day for pre-Consolidation trading .	6 June 2023 (1 business day after the effective date)
Post-Consolidation trading commences on a deferred settlement basis.	7 June 2023 (2 business day after the effective date)
Record Date. Last day for the Company to register transfers on a pre-Consolidation basis.	8 June May 2023 (3 business day after the effective date)
First date for Company to update its register and to send out holding statements to Security Holders reflecting the change in the number of Securities they hold.	9 June 2023 (1 business day after the record date)
Last day for the Company to update its register and to send out holding statements to Security Holders reflecting the change in the number of Securities they hold and to notify ASX that this has occurred.	15 June 2023 (5 business day after the record date)

3 GLOSSARY

In the Notice of Meeting and this Explanatory Statement:

ASX means the Australian Securities Exchange operated by ASX Limited.

ASX Listing Rules and **Listing Rules** means the listing rules of the ASX.

AWST means Australian Western Standard Time, being the time in Perth, Western Australia.

Board means the Directors of the Company as at the date of this Notice of Meeting.

Chairman or **Chairperson** means the person appointed to chair the Meeting.

Closely Related Party (as defined in the Corporations Act) of a member of the Key Management Personnel for an entity means:

- (a) a spouse of child of that member; or
- (b) a child of the member's spouse; or
- (c) a dependant of the member or the member's spouse; or
- (d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the members dealings with the entity; or
- (e) a company that the member controls; or
- (f) a person described by the regulations for the purposes of the definition of closely related party.

Company means Prominence Energy Ltd ABN 69 009 196 810.

Consolidation has the meaning given to that term in Section 2.1.

Constitution means the constitution of the Company.

Corporations Act means the *Corporations Act 2001* (Cth).

Director means a director of the Company and, where the context permits, includes a retired Director.



Equity Securities has the same meaning as in the ASX Listing Rules.

Explanatory Statement means the explanatory statement to the Notice of Meeting.

Extraordinary General Meeting or Meeting means the Extraordinary General Meeting of the Company the subject of the Notice of Meeting.

Introducer Shares has the meaning given to that term in Section 1.1.

Key Management Personnel has the definition given in the accounting standards as those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly and indirectly, including any Director (whether executive or otherwise) of that entity.

Notice or Notice of Meeting means this notice of Extraordinary General Meeting.

Option means an option to acquire a Share.

Performance Right means a right to acquire a Share on the satisfaction of certain performance milestones.

Project has the meaning given to that term in Section 1.2.

Proxy Form means the proxy form attached to the Notice of Meeting.

Resolution means a resolution contained in this Notice of Meeting.

Share means fully paid ordinary share in the capital of the Company.

Shareholder means a holder of Shares.

Trading Day means a day determined by ASX to be a trading day in accordance with the Listing Rules.

VWAP means volume weighted average price.

In this Notice and the Explanatory Memorandum words importing the singular include the plural and vice versa.

PRMRM

MR RETURN SAMPLE
123 SAMPLE STREET
SAMPLE SUBURB
SAMPLETOWN VIC 3030



Need assistance?



Phone:

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



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AWST) on Wednesday, 31 May 2023.**

Proxy Form

How to Vote on Items of Business

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.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

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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

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.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

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.



IND

Proxy Form

Please mark to indicate your directions

Step 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Prominence Energy Limited hereby appoint

the Chairman of the Meeting OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Extraordinary General Meeting of Prominence Energy Limited to be held at Level 2, 30 Richardson Street, West Perth, WA 6005 on Friday, 2 June 2023 at 10:00am (AWST) and at any adjournment or postponement of that meeting. **Chairman authorised to exercise undirected proxies on remuneration related resolutions:** Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention in step 2) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Approval to issue Introducer Shares to Michael Wilson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Consolidation of Capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. 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.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1 Securityholder 2 Securityholder 3 / /
Sole Director & Sole Company Secretary Director Director/Company Secretary Date

Update your communication details (Optional)

Mobile Number Email Address By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

