

17 November 2016

STATEMENT OF CAPITAL STRUCTURE

The capital structure of Power Resources Limited (ACN 125 345 502) (to be renamed "K2fly Limited") (**Company**) following completion of the acquisition of the assets of K2fly NL (ACN 163 818 059) and the issue of securities pursuant to the prospectus dated 22 August 2016 (**Prospectus**) is set out below.

Capital Structure	Shares	Options²
Securities on issue as at date of Prospectus ¹	5,020,035	-
Securities issued under the Prospectus pursuant to the public offer	20,625,000	-
Securities issued to K2fly NL (which have been distributed to the shareholders of K2fly NL via an in-specie distribution)	16,000,000	-
Securities issued to convertible note holders	937,500	-
Securities issued to K2 Technology Pty Ltd	1,500,000	-
Securities issued to Kalgoorlie Mine Management Pty Ltd	4,500,000	-
Securities issued to K S Capital Pty Ltd (or its nominees) and Linq Corporate Pty Ltd (or its nominees)	1,250,000	1,920,000
TOTAL	49,832,535	1,920,000

Notes:

1. These figures have been restated on a post-consolidation basis following completion of the 1:9.4 consolidation of the Company's issued capital as approved by shareholders at the general meeting held on 22 August 2016.
2. Unquoted Options exercisable at \$0.25 on or before that date which is four (4) years from the date of grant of the Options.

For further information, please contact:

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