

WHL Energy Ltd

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9 December 2016

ASX Market Announcements
ASX Limited
20 Bridge Street
Sydney NSW 2000

ADDENDUM TO 2016 NOTICE OF AGM

WHL Energy Ltd (ACN 113 326 524) (**WHL** or the **Company**) lodged its 2016 Notice of Annual General Meeting and Explanatory Statement with ASX and posted it to Shareholders on 31 October 2016 (**Notice of AGM**).

The Company wishes to provide Shareholders with the following as an addendum to the Notice of AGM (**Addendum**).

The Company announced to ASX on 25 November 2016 that:

- (a) the Australian Securities and Investments Commission (**ASIC**) had advised the Company that Shareholders should be provided with an independent expert's report (**IER**) as to whether the Company's proposed acquisition of Quantify Technology Ltd (**Quantify**) is fair and reasonable to non-associated WHL Shareholders; and
- (b) as a result, the Company would proceed with the AGM on 30 November 2016 to consider Resolutions 1-4 and 6 but would then adjourn the AGM and consideration of the remaining Resolutions to a date to be advised to allow time for an IER to be obtained.

The Company has now obtained an IER from RSM Corporate Australia Pty Ltd (**RSM**). The IER concludes that the acquisition of Quantify is **not fair but reasonable** to the non-associated Shareholders of WHL.

A copy of the IER has been lodged on the Company's ASX website together with this Addendum (see www.asx.com.au).

The Company wishes to advise Shareholders that the adjourned 2016 AGM will be re-convened as follows:

Time: 9.00am

Date: Thursday, 22 December 2016

Place: Ground Floor, 216 St Georges Terrace, Perth WA 6000

At the re-adjourned AGM, the Company will put Resolutions 5 and 7-28 from the Notice of AGM to Shareholders.

The Company is withdrawing Resolution 29 as the ASX has approved the Company making a cash payment to Cuda Development Corporation Pty Ltd and so the Resolution is no longer required.

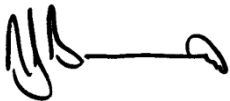
Shareholders who have lodged a Proxy Form and wish to change their voting as a result of this Addendum should lodge a new Proxy Form no later than 9.00am WST on 20 December 2016.

The Company will provide a new Proxy Form to Shareholders on request or a copy can be downloaded from the Notice of Meeting on the Company's ASX website.

The Company reserves the right to accept Proxy Forms dispatched with the original Notice of AGM received from Shareholders in the event that a new Proxy Form is not provided by the relevant Shareholder.

Shareholders are requested to contact the Company Secretary, on +61 8 6268 2622 if they have any queries in respect of the matters set out in this Addendum.

Yours faithfully

A handwritten signature in black ink, appearing to be 'N J Bassett', followed by a horizontal line and a small flourish at the end.

N J Bassett
Company Secretary