

WolfStrike Rentals Group Limited

ABN 72 107 745 095

NOTICE OF 2017 ANNUAL GENERAL MEETING

ACTIONS TO BE TAKEN BY SHAREHOLDERS

The 2017 Annual General Meeting of Wolfstrike Rentals Group Limited to which this Notice of Meeting relates will be held at

11.00am (AEST)

Thursday, 31 August 2017

At the offices of William Buck Chartered Accountants
Level 29
66 Goulburn Street
SYDNEY NSW 2000

Your vote is important

The business of the Annual General Meeting affects your shareholding and your vote is important.

Eligibility to attend and vote

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders at 5.00pm (AEST) on Tuesday, 29 August 2017.

Last date to submit Proxy Form

Your completed Proxy Form must be received by the Company Secretary no later than 11.00am (AEST) on **Tuesday, 29 August 2017**. Please complete and sign the enclosed Proxy Form, returning:

By mail PO Box 1592, Booragoon WA 6954

By email eryn@kestelcorp8.com.au

In person Level 32, 101 Miller Street, North Sydney

Appointing a proxy

You can appoint a proxy to attend and vote on your behalf as an alternative to attending the meeting in person or casting a direct vote.

To appoint a proxy, please write the name of the appointed proxy in the box on the proxy form denoted by Ω. You can direct your proxy how to vote on Items 1 to 8 by marking "For", "Against" or "Abstain".

A proxy does not need to be a shareholder of the Company. A proxy may be an individual or a company. You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Forms and specify the percentage or number of votes each proxy is appointed to exercise. If you do not specify a percentage or number, each proxy may exercise half of the votes. You must return both Proxy Forms together. If you require additional Proxy Forms, please contact the Company Secretary on +61 (0) 435 905 770.

If you sign the enclosed Proxy Form, and mark the box against the Chairman, the Chairman will be appointed as your proxy. The Chairman currently intends to vote undirected proxies on, and in favour of, all proposed resolutions.

If you appoint a proxy, you may still attend the meeting. However, your proxy's right to vote and speak will be suspended while you are present.

Attending the meeting in person

Eligible shareholders may attend the meeting and vote in person.

If you intend to attend the meeting in person, you do not need to submit a Proxy Form.

You may still attend the meeting and vote in person even if you have appointed a proxy. If you have previously submitted a Proxy Form, your attendance will suspend your proxy appointment while you are present at the meeting.

Please bring your Proxy Form with you as it will help you to register your attendance at the meeting. If you do not bring your Proxy Form with you, you can still attend the meeting but the Company will need to verify your identity. Please arrive 20 minutes prior to the start of the Annual General Meeting on the date and at the venue set out above.

Voting by Corporate Representative

A shareholder that is a corporation may appoint an individual to act as its representative to vote at the meeting in accordance with section 250D of the Corporations Act 2001 (Cth) (Corporations Act). The representative should bring to the meeting evidence of his or her appointment, including any authority under which the appointment is signed. The appropriate "Appointment of Corporate Representative" form should be completed and produced prior to admission to the meeting. This form may be obtained from the Company's share registry.

Impact of your proxy appointment on your voting instructions

If you appoint the Chairman as your proxy and have not directed him how to vote, you are authorising the Chairman to cast your undirected vote on all proposed resolutions in accordance with his intentions set out below.

If you appoint any other member of the Board of directors, a member of senior management who is named in the remuneration report (KMP) or their closely related parties as your proxy, they will not be able to vote your proxy on the Remuneration report unless you have directed them how to vote.

"Closely related party" is defined in the Corporations Act and includes a spouse, dependant and certain other close family members, as well as any companies controlled by a KMP.

If you intend to appoint a KMP or the Chairman as your proxy, you are encouraged to direct them how to vote by marking "For", "Against" or "Abstain" for each of those items of business.

The Chairman's voting intentions

The Chairman intends to vote undirected proxies on, and in favour of, all the proposed resolutions. If there is a change to how the Chairman intends to vote undirected proxies, WSG will make an announcement to the market.

The Chairman's decision on the validity of a vote cast by a proxy or vote cast in person, is conclusive.

WOLFSTRIKE RENTALS GROUP LIMITED
NOTICE OF 2017 ANNUAL GENERAL MEETING

Notice is given that the 2017 Annual General Meeting of Wolfstrike Rental Group Limited will be held at 11.00 am (AEST) on Thursday, 31 August 2017 at the offices of William Buck Chartered Accountants at Level 29, 66 Goulburn Street, Sydney NSW 2000 for the purpose of transacting the business set out in this Notice.

The Explanatory Memorandum to this Notice of Meeting forms part of the Notice and provides additional information on matters to be considered at the Annual General Meeting.

Terms and abbreviations used in this Notice of Meeting and Explanatory Memorandum are defined in the Glossary.

AGENDA

• **Adoption of 2017 Annual Financial Report**

To table and consider the Annual Reports of the Company and its controlled entities for the nine (9) months ended 31 March 2017 which includes the Financial Report, the Directors' and Auditor's Reports.

NON-BINDING Resolution

1. Adoption of 2017 Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **non-binding resolution**:

"That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the nine (9) months ended 31 March 2017."

Voting Exclusion Statement

In accordance with Section 250R of the Corporations Act, the Company will disregard any vote cast on Resolution 1 by, or on behalf of, a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, or a Closely Related Party of such member.

However, the Company need not disregard a vote if:

- (a) it is cast by a person as a proxy appointed by writing that specifies how the proxy is to vote on the proposed Resolution **or** the proxy is the Chair of the Meeting and the appointment of the Chair as proxy does not specify the way the proxy is to vote on the resolution and expressly authorises the Chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel; and
- (b) it is not cast on behalf of a member of the Key Management Personnel whose remuneration details are included in the Remuneration Report, or their Closely Related Parties.

Further, a Restricted Voter who is appointed as a proxy will not vote on Resolution 1 unless:

- (a) the appointment specifies the way the proxy is to vote on Resolution 1; or
- (b) the proxy is the Chair of the Meeting and the appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel. Shareholders should note that the Chair intends to vote any undirected proxies in favour of Resolution 1. In exceptional circumstances, the Chair of the Meeting may change their voting intention on Resolution 1, in which case an ASX announcement will be made.

Shareholders may also choose to direct the Chair to vote against Resolution 1 or to abstain from voting. If you purport to cast a vote other than as permitted above, that vote will be disregarded by the Company (as indicated above) and you may be liable for breaching the voting restrictions that apply to you under the Corporations Act.

ORDINARY Resolutions

2. Re-Election of Director by Rotation

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

"That, in accordance with clause 13.2 of the Company's Constitution and for all other purposes, Mr Quentin Olde, who retires by rotation in accordance with the Company's Constitution, and being eligible for re-election, is hereby re-elected as a Director of the Company."

3. Election of New Directors**3.1 Election of Mr Thatt Kiong SHIM**

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

"That, in accordance with clause 13.4 of the Company's Constitution and for all other purposes, Mr Thatt Kiong Shim, an Executive Director who was appointed to the Board on 6 June 2017, following the settlement of the FE Investments Limited acquisition and being eligible for election, offers himself for election as a Director of the Company."

3.2 Election of Mr Melvin Douglas STEWART

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

"That, in accordance with clause 13.4 of the Company's Constitution and for all other purposes, Mr Melvin Stewart, an Executive Director who was appointed to the Board on 6 June 2017, following the settlement of the FE Investments Limited acquisition and being eligible for election, offers himself for election as a Director of the Company."

3.3 Election of Mr James (Jamie) GREEN

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

"That, in accordance with clause 13.4 of the Company's Constitution and for all other purposes, Mr James (Jamie) Green, a Non-Executive Director who was appointed to the Board on 31 July 2017, as an addition to the Board and being eligible for election, offers himself for election as a Director of the Company."

4. Ratification of Past Issue of Shares on Conversion of Loans into Equity**4.1 Ratification of the past issue of 80,625,704 (pre-consolidated) / 2,687,526 (post-consolidated) Shares at a deemed issue price of \$0.00536 (pre-consolidated) / \$0.1608 (post-consolidated)**

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 7.4 and for all other purposes, Shareholders ratify the past issue of 80,625,704 (pre-consolidated) / 2,687,526 (post-consolidated) Shares to professional and sophisticated investors at a deemed issue price of \$0.00536 (pre-consolidated) \$0.1608 (post-consolidated) on the terms and conditions set out in the Explanatory Memorandum."

4.2 Ratification of the past issue of 22,833,875 (pre-consolidated) / 761,129 (post-consolidated) Shares at a deemed issue price of \$0.008 (pre-consolidated) / 0\$.24 (post-consolidated)

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 7.4 and for all other purposes, Shareholders ratify the past issue of 22,833,875 (pre-consolidated) / 761,129 (post-consolidated) Shares to professional and sophisticated investors at a deemed issue price of \$0.008 (pre-consolidated) 0\$.24 (post-consolidated) on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion Statement

The Company will disregard any votes cast on Resolutions 4.1 and 4.2 by a person who participated in the issues and any of their Associates. However, the Company will not disregard a vote if it is cast by (a) by a person as proxy for a person who is entitled to vote, in accordance with directions on the Proxy Form; or (b) the person chairing the Meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

Please Note

The Company completed a 30 to 1 consolidation of capital effective 22 June 2017.

5. Approval to issue Shares to Mr Tom McDonald for Directors' fees for 2018 financial year

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 10.11, Section 208 of the Corporations Act 2001 and for all other purposes, Shareholders approve and authorise the issue of 293,897 Shares in the Company to Mr Tom McDonald (or his nominees) for director fees totaling \$60,000 for the financial year ending 2018 on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion Statement

The Company will disregard any votes cast on this Resolution by Mr McDonald and any Associates of Mr McDonald. However, the Company will not disregard a vote if:

- (a) It is cast by the person as proxy for a person who is entitled to vote, in accordance with directions on the Proxy Form; or
- (b) It is cast by the person chairing the Meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

Further, pursuant to section 224 of the Corporations Act, the Company will also disregard any votes cast on Resolution 5 (in any capacity) by or on behalf a related party of the Company to whom the resolution would permit a financial benefit to be given or an Associate of such a related party. However, the Company need not disregard a vote if it is cast by a person as a proxy appointed by writing that specifies how the proxy is to vote on Resolution 5 and it is not cast on behalf of a related party of the Company to whom the resolution would permit a financial benefit to be given or an Associate of such a related party.

Further, a Restricted Voter who is appointed as a proxy will not vote on Resolution 5 unless:

- (a) the appointment specifies the way the proxy is to vote on Resolution 5; or
- (b) the proxy is the Chair of the Meeting and the appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel. Shareholders should note that the Chair intends to vote any undirected proxies in favour of Resolution 5. In exceptional circumstances, the Chair of the Meeting may change [his/her] voting intention on Resolution 5, in which case an ASX announcement will be made.

Shareholders may also choose to direct the Chair to vote against Resolution 5 or to abstain from voting.

If you purport to cast a vote other than as permitted above, that vote will be disregarded by the Company (as indicated above) and you may be liable for breaching the voting restrictions that apply to you under the Corporations Act.

6. Approval to issue Shares to Mr John Seton for Directors fees for 2018 financial year

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 10.11, Section 208 of the Corporations Act 2001 and for all other purposes, Shareholders approve and authorise the issue of 342,868 Shares in the Company to

Mr John Seton (or his nominees) for director fees totaling \$70,000 for the financial year ending 2018 on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion Statement

The Company will disregard any votes cast on this Resolution by Mr Seton and any Associates of Mr Seton. However, the Company will not disregard a vote if:

- (a) It is cast by the person as proxy for a person who is entitled to vote, in accordance with directions on the Proxy Form; or
- (b) It is cast by the person chairing the Meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

Further, pursuant to section 224 of the Corporations Act, the Company will also disregard any votes cast on Resolution 6 (in any capacity) by or on behalf a related party of the Company to whom the resolution would permit a financial benefit to be given or an Associate of such a related party. However, the Company need not disregard a vote if it is cast by a person as a proxy appointed by writing that specifies how the proxy is to vote on Resolution 6 and it is not cast on behalf of a related party of the Company to whom the resolution would permit a financial benefit to be given or an Associate of such a related party.

Further, a Restricted Voter who is appointed as a proxy will not vote on Resolution 6 unless:

- (a) the appointment specifies the way the proxy is to vote on Resolution 6; or
- (b) the proxy is the Chair of the Meeting and the appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel. Shareholders should note that the Chair intends to vote any undirected proxies in favour of Resolution 6. In exceptional circumstances, the Chair of the Meeting may change [his/her] voting intention on Resolution 6, in which case an ASX announcement will be made.

Shareholders may also choose to direct the Chair to vote against Resolution 6 or to abstain from voting.

If you purport to cast a vote other than as permitted above, that vote will be disregarded by the Company (as indicated above) and you may be liable for breaching the voting restrictions that apply to you under the Corporations Act.

SPECIAL Resolutions

7. Approval to Issue an additional 10% of the Issued Capital of the Company over a 12 Month Period Pursuant to Listing Rule 7.1A

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

"That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is provided for the Company to issue Equity Securities up to 10% of the issued capital of the Company calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion Statement

The Company will disregard any votes cast on this Resolution by any person (and any associates of such a person) who may participate in the 10% Placement Capacity and a person who may obtain a benefit, except a benefit solely in the capacity of a holder of Shares, if this Resolution is passed. However, the Company need not disregard a vote if it is cast by (a) a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or, (b) the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

8. Change of Company Name

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

"That, for the purposes of section 157(1)(a) of the Corporations Act 2001 and for all other purposes, the name of the Company be changed to "FE Investments Group Limited" with effect from the date that ASIC alters the details of the Company's registration."

General Business

To consider any other business that may be brought forward in accordance with the Constitution of the Company or the Corporation Act.

By Order of the Board

Eryn Kestel
Company Secretary
14 July 2017

EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the information of Shareholders relating to the 2017 Annual General Meeting of Wolfstrike Rentals Group Limited to be held on Thursday, 31 August 2017 at the offices of William Buck Chartered Accountants at Level 29, 66 Goulburn Street, Sydney NSW 2000.

The purpose of this Explanatory Memorandum is to provide Shareholders with all information known to the Company, which is material to a decision on how to vote on the resolutions in the accompanying Notice of Annual General Meeting.

This Explanatory Memorandum should be read in conjunction with the accompanying Notice and is a brief explanation of the matters for which Shareholder approval is sought in each Resolution.

2017 ANNUAL FINANCIAL REPORT

The first agenda item is to receive the 2017 Annual Report of the Company for the nine (9) months ended 31 March 2017.

On 3 February 2017, the Company announced that it was changing its financial year end to 31 March. The purpose of the change was to synchronise the financial operations of the Group, across all entities.

This change means that the 2017 financial year will reflect a transitional period – to 31 March 2017 represents a shortened period and reflects the nine (9) months from 1 July 2016 to 31 March 2017. In subsequent years, reporting will then reflect the twelve (12) months ending on 31 March of each year.

Section 317 of the Corporations Act requires the Directors to lay before the Annual General Meeting the Financial Report, the Directors' Report (including the Remuneration Report) and the Auditor's Report for the financial year that ended 31 March 2017. Those Shareholders that elected to receive a printed copy of the Annual Report will have received a copy with this Notice.

In accordance with sections 250S and 250T of the Corporations Act, Shareholders present at the Annual General Meeting will be provided with a reasonable opportunity to

- (a) ask questions of the Directors' present and make comment on the management of the Company and the content of the Remuneration Report; and
- (b) ask questions of the Auditor, or their representatives and make comment about the conduct of the audit and the preparation and content of the Auditor's Report.

No formal resolution to adopt the annual report will be put to the shareholders at the Annual General Meeting.

Shareholders who are unable to attend the Annual General Meeting can submit written questions under Section 250PA of the Corporations Act in relation to:

- (a) The preparation and the content of the 2017 Auditor's Report;
- (b) The conduct of the 2017 audit;
- (c) Accounting policies adopted by the Company in relation to the preparation of the 2017 financial statements; and
- (d) The independence of the Auditor in relation to the conduct of the 2017 audit

The questions will need to be submitted no later than five (5) business days before the Annual General Meeting (no later than Wednesday, 23 August 2017) to the Company Secretary.

The Annual Report is now available on the Company's website via the following link:

<http://www.wolfstrike.net/>

RESOLUTION 1

ADOPTION OF 2017 REMUNERATION REPORT

In accordance with Section 250R(2) of the Corporations Act at a listed company's Annual General Meeting, the Board is required to table the Company's Remuneration Report to Shareholders for consideration and adoption.

The Remuneration Report is incorporated into the Directors' Report contained in the 2017 Annual Report and in accordance with Section 300A of the Corporations Act sets out the remuneration policy of the Company and reports the current remuneration arrangements for the Directors and senior management of the Company.

The Remuneration Report:

- sets out the remuneration arrangements for each Director and any service agreements;
- explains the Board's policies in relation to the objectives and structure of remuneration paid to Directors; and
- provides details of any equity-based compensation.

The Directors believe that the Company's remuneration policies and structures as outlined in the Remuneration Report are appropriate for the size of the Company, its business and objectives.

In accordance with Section 250SA of the Corporations Act, Shareholders will be given an opportunity by the Chairman at the Meeting to ask questions of the Directors or make comment on the 2017 Remuneration Report.

The Remuneration Report is for consideration and adoption by way of a non-binding resolution. The vote on this Resolution is advisory only and does not bind the Directors of the Company to the outcome passed.

A failure of Shareholders to pass Resolution 1 will not require the Directors to alter any of the arrangements in the Remuneration Report. However, the Board will consider the outcomes of the votes when considering the future remuneration arrangements of the Company.

The Director and Executive Remuneration Act which came into effect on 1 July 2011 provides Shareholders with the opportunity to remove the Board under the two strike rules.

If at least 25% of the votes cast on the Adoption of the Remuneration Report Resolution vote against the Resolution for two (2) years consecutively, the Board Spill provisions will be triggered.

The 2016 Remuneration Report did not receive a vote of more than 25% against its adoption at the Company's last annual general meeting held on 30 November 2016. Accordingly, if at least 25% of the votes cast on Resolution 1 are against adoption of the Remuneration Report it will not result in the Company putting a Spill Resolution to Shareholders.

Pursuant to the Corporations Act, if the Chairman, a Key Management Personnel or any Closely Related Party is appointed as a proxy to vote on Resolution 1, ***express instructions/directions must be given so that the proxy knows how to vote*** - if no directions on how to vote on Resolution 1 is provided, the Chairman, a Key Management Personnel or any Closely Related Party is prevented by the Corporations Act from exercising the undirected vote and the vote will not be counted in relation to Resolution 1.

The Chairman intends to exercise all undirected proxies in favour of Resolution 1.

Recommendation of Board

The Board of Directors unanimously recommends that Shareholders vote in favour of Resolution 1.

Resolution 2
Re-Election of Director through Rotation

Resolution 2 seeks approval for the re-election of Mr Quentin Olde as a Non-Executive Director with effect at the conclusion of the Annual General Meeting.

In accordance with ASX Listing Rule 14.4, Directors must retire after the third Annual General Meeting since they were last elected.

Clause 13.2 of the Constitution, sets out the requirements for determining which Directors are to retire by rotation at an annual general meeting - one-third of the directors must retire from office. The Directors to retire at an annual general meeting are those that have been longest in office since their last election.

Wolfstrike Rentals Group Limited currently has three (3) Executive Directors – Mr Ian Bailey, Mr TK Shim and Mr Melvin Stewart and as such are excluded from the rotation policy in accordance with clause 13.4 of the Constitution.

The Company has three (3) Non-Executive Directors – Mr Quentin Olde, Mr John Seton and Mr Tom McDonald and accordingly, one (1) must retire by rotation. Mr Quentin Olde is the Director who has been longest in office and being eligible offers himself for re-election.

Mr Quentin Olde
Non-Executive Director***Qualifications***

Bachelor of Commerce
BCom *W.Aust*

Experience, expertise and directors

Mr Olde was appointed to the Board of Directors as part of the relisting of the Company on 29 October 2014.

Mr Olde is an experienced and respected restructuring and turnaround professional with over 20 years' experience as a Chartered Accountant and adviser to financiers, corporates and investors. He is currently Senior Managing Director at FTI Consulting, a global restructuring and crisis management firm.

Mr Olde has significant expertise advising public and ASX listed companies on financial and operational matters, and brings a wealth of experience and contacts in the financial services, banking and corporate sectors.

His experience assists the Company set strategic direction and source funding for planned growth.

Mr Olde holds a Bachelor of Commerce degree from the University of Western Australia.

Mr Olde is Chairman of the Remuneration Committee of the Board.

Mr Olde is also director of ASX listed Ceramic Fuel Cells Ltd (appointed 4 October 2016).

Independence

If re-elected, the Board does consider Mr Olde to be an independent Director.

Recommendation of Board

The Directors of the Company (with Mr Olde abstaining) recommend that Shareholders vote in favour of the Resolution.

Resolution 3

Election of New Directors

Resolutions 3.1 to 3.3 seek approval for the election of Mr Thatt Kiong Shim, Mr Melvin Douglas Stewart and Mr James (Jamie) Green as Executive Directors and Non-Executive Director, respectively with effect at the conclusion of the Annual General Meeting.

Pursuant to section 201H(3) of the Corporations Act, if a person is appointed by the other Directors as a Director of the Company, the Company must confirm the appointment by resolution at the Company's next Annual General Meeting. If the appointment is not confirmed, the person ceases to be a director of the Company at the end of the Annual General Meeting.

In accordance with clause 13.4 of the Company's Constitution, a person appointed by other Directors holds office only until the next following annual general meeting and is then eligible for re-election.

Messrs Shim and Stewart were appointed to the Board on 6 June 2017, following the successful settlement of the acquisition of 100% of the issued share capital of FEI Investments Limited (**FEI**).

Mr Green was appointed to the Board as an additional Director on 31 July 2017.

In accordance with Listing Rule 14.4 and clause 13.4 of the Constitution of the Company, Messrs Shim, Stewart and Green, retire from the Board and being eligible offer themselves for election.

The skills and experience of Messrs Shim, Stewart and Green are set out below.

3.1 Election of Mr Thatt Kiong SHIM

Executive Director
Appointed on 6 June 2017

Qualifications

LLB (University of Auckland); and
BA (Economics Major) (University of Auckland)

Experience and expertise

Mr Shim has in-depth experience in corporate advisory services and corporate finance covering small and medium sized enterprises. He specialises in innovative structured financing for a diverse range of companies covering bond raising, unit trust considerations, acquisition and trade financing supported by the ability to implement securitisation facilities and other debenture lending products.

Mr Shim also has experience as a banking law specialist gained from prior roles at several major New Zealand law firms accompanied by banking experience working for Westpac Banking Corporation.

Mr Shim is a founding director of FEI and his experience will be integral to the integration of FEI with Wolfstrike, and the execution of the Company's future strategy.

Independence

If elected, the Board does not consider Mr Shim to be an independent Director.

3.2 Election of Mr Melvin STEWART

Executive Director
Appointed on 6 June 2017

Qualifications

Property Valuer

Experience and expertise

Mr Stewart has extensive experience in financing in the rural, residential, commercial and industrial sectors throughout Australasia and Oceania.

Mr Stewart's previous involvement in the Rural Bank and Elders Finance Limited provides a comprehensive understanding of issues relating to commercial and credit requirements.

Independence

If elected, the Board does not consider Mr Stewart to be an independent Director.

3.3 Election of Mr James (Jamie) GREEN

Non-Executive Chairman and Director
Appointed on 31 July 2017

Qualifications

LLB

Experience and expertise

Mr Green has extensive experience gained over more than 30 years in commerce and law, both in investment banking private and legal working in commercial, business strategy, mergers and acquisitions, major equity capital raising, venture capital and capital management.

Mr Green is currently the Managing Director at PrimaryMarkets Advisory. Before joining PrimaryMarkets Advisory, Mr Green oversaw M&A Advisory at Petersons Securities as well as leading Corporate Finance at Austock (Phillip Capital) and an Executive Director of KPMG's corporate advisory division. Before investment banking, he was a Senior Partner of a national law firm.

Mr Green is a past President of the NSW Division of the Australian Institute of Company Directors (AICD) and was a Director of the AICD, Century Australia Investments Ltd, Scott Corporation Ltd and Medical Channel.

Independence

If elected, the Board does consider Mr Green to be an independent Director.

Recommendation of Board

The Directors of the Company (with Messrs Shim, Stewart and Green abstaining) recommend that Shareholders vote in favour of Resolutions 3.1 to 3.3 because of the skills, experience and knowledge that Messrs Shim, Stewart and Green will be able to bring to the Company.

Resolution 4**Ratification of Past Issue of Shares on Conversion of Loans into Equity****General**

The Company announced on 9 May 2017, that the holders of existing unsecured loans and convertible notes had agreed to convert their debt into equity.

On 11 May 2017, the conversion of the unsecured loans was completed through the issue of a total of 103,459,579 (pre-consolidated) / 3,448,657 (post-consolidated) Shares to three (3) professional and sophisticated investors.

The 103,459,579 (pre-consolidated) / 3,448,657 (post-consolidated) Shares issued was completed without Shareholder approval within the Company's 15% annual placement capacity permitted under Listing Rule 7.1 and comprised as follows

Resolution	Pre-consolidated Shares	Deemed pre-consolidated issue price	Post-consolidated Shares	Deemed post-consolidated issue price
4.1 Ratification of Past Issue	80,625,704	\$0.00536	2,687,526	\$0.1608
4.2 Ratification of Past Issue	22,833,875	\$0.008	761,129	\$0.24
	103,459,579		3,448,657	

Funds were not raised as at conversion on 11 May 2017 but a total of \$640,625 was received at the time of writing the loans which were employed towards working capital and the review of new opportunities.

Listing Rule 7.1 provides that a company must not 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 fully paid ordinary securities on issue at the commencement of that 12 month period.

The Shares upon the conversion of unsecured loans were issued without Shareholder approval within the Company's 15% annual limit permitted under Listing Rule 7.1.

Listing Rule 7.4 permits the ratification of a previous issue of Equity Securities made without prior Shareholder approval, provided the issue did not breach the 15% threshold set by Listing Rule 7.1. The effect of the ratification is to restore the Company's maximum discretionary power to issue further Shares up to 15% of the issued capital of the Company without requiring Shareholder approval.

Information required by Listing Rule 7.5 for Resolution 4.1 and 4.2

For the purposes of Listing Rule 7.5 information regarding the issue of the Shares, the subject of Resolution 4.1 is provided as follows:

1. 80,625,704 (pre-consolidated / 2,687,526 (post-consolidated) Shares were issued;
2. The Shares were issued at a deemed price of \$0.00536 (pre-consolidated) / \$0.1608 (post-consolidated) representing a discount to the 30 day VWAP up to and including the date of receipt of the loaned funds;
3. The Shares issued were fully paid ordinary shares of the Company ranking equally with all other fully paid ordinary shares of the Company;
4. The Shares were issued to two (2) professional and sophisticated investors, neither of whom are related parties of the Company;
5. Funds were not raised at the time of conversion of the unsecured loans but a total of \$457,954 was received at the time the loans were made to the Company. These funds were employed towards working capital; and
6. A voting exclusion statement is included in the Notice.

For the purposes of Listing Rule 7.5 information regarding the issue of the Shares, the subject of Resolution 4.2 is provided as follows:

1. 22,833,872 (pre-consolidated) / 761,129 (post-consolidated) Shares were issued;
2. The Shares were issued at a deemed issue price of \$0.008 (pre-consolidated) / \$0.24 (post-consolidated) being a negotiated price between the Company and unsecured loan holder;

3. The Shares issued were fully paid ordinary shares of the Company ranking equally with all other fully paid ordinary shares of the Company;
4. The Shares were issued to a professional and sophisticated investor, who is not a related party of the Company;
5. Funds were not raised at the time of conversion of the unsecured loans but a total of \$182,671 was received at the time of relisting via a convertible note plus additional vendor loans made for the purchase of the EFTPOS Technologies Limited business and these funds were employed towards working capital and the review of new opportunities; and
6. A voting exclusion statement in relation to Resolution 4 is included in the Notice.

Recommendation of Board

If Resolutions 4.1 and 4.2 are passed, the 15% limit imposed by ASX Listing Rule 7.1 will be renewed to the extent of the ratification and provides the Board with greater flexibility to issue Shares and therefore, the Directors unanimously recommend Shareholders vote in favour of Resolutions 4.1 and 4.2

Resolutions 5 and 6 Approval to issue Shares to Mr Tom McDonald and Mr John Seton for Director Fees for 2018 financial year

General

As detailed in the Annual Reports and the Replacement Prospectus issued on 29 December 2015, the Board resolved to allow Directors to accept Shares in the Company in lieu of cash at their election.

The rationale is the conservation of cash, the alignment of Directors' remuneration with Company and Shareholders' objectives and provides the Directors with an incentive to enhance shareholder value.

Where Directors elected to receive Shares in lieu of cash, the Shares will be issued at the beginning of the financial year with no claw back if the Director left during the financial year.

A Non-Executive Director is entitled to an annual fee of \$40,000. Where the Director elects to receive Shares in lieu of cash, the Director shall be entitled to \$60,000 worth of Shares calculated by reference to the 30 day volume weighted average price (VWAP) for the March 2017 quarter.

The Chairman is entitled to an annual fee of \$50,000. Where the Chairman elects to receive Shares in lieu of cash, the Chairman shall be entitled to \$75,000 worth of Shares calculated by reference to the 30 day rice VWAP of Shares for the March 2017 quarter.

Mr Tom McDonald and Mr John Seton (**Messrs McDonald and Seton**) have elected to accept payment for their director fees in Shares for the 2018 financial year.

Resolutions 5 and 6 seek Shareholder approval for the issue of Shares to Messrs McDonald and Seton in lieu of Directors fees as follows:

Director	Period of Director's fees	Value	Deemed issue price	Number of Shares
Tom McDonald	1 April 2017 to 31 March 2018	\$60,000	\$0.204	293,887
John Seton	1 April 2017 to 31 March 2018	\$75,000	\$0.204	342,868

Chapter 2E and Listing Rule 10.11

Chapter 2E of the Corporations Act provides for a public company, to give a financial benefit to a related party of the public company, the public company or entity must:

- (a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- (b) give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

Listing Rule 10.11 requires Shareholder approval for the issue of Shares to a related party of a listed company.

Messrs McDonald and Seton are related parties of the Company by virtue of being Non-Executive Directors of the Company and the issue of Shares, the subject of Resolutions 5 and 6, falls within the definition of a “financial benefit” for the purposes of the Corporations Act.

Consequently, the issue of the Shares to Messrs McDonald and Seton does for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.11, constitute the giving of a financial benefit to a related party of the Company.

The Directors (other than Messrs McDonald and Seton who have a material personal interest in Resolutions 5 and 6 respectively) believe that the issue of Shares to Messrs McDonald and Seton would constitute reasonable remuneration in accordance with the reimbursement for officer exception in Section 211 of the Corporations Act but in the interests of transparency and good governance, the Board have decided to seek approval for the issues under Chapter 2E of the Corporations Act.

Technical information required by Chapter 2E of the Corporations Act and Listing Rule 10.13

Pursuant to and in accordance with the requirements of Section 219 of the Corporations Act and ASX Listing Rule 10.13, the following information is provided in relation to the proposed issue of the Shares.

The related parties to whom the proposed Resolution would permit the financial benefit to be given and the nature of the financial benefit

Subject to Shareholder approval at the 2017 Annual General Meeting, the proposed financial benefit to be given is the issue of up to:

- 293,887 Shares to Mr Tom McDonald (or his nominee); and
- 342,868 Shares to Mr John Seton (or his nominee)

Messrs McDonald and Seton are both Directors of the Company and therefore related parties of the Company.

The details of the financial benefit including reasons for giving the type and quantity of the benefit

The Company is proposing to issue up to 293,887 Shares to Mr Tom McDonald and 342,868 Shares to Mr John Seton.

The Shares will be fully paid ordinary shares in the Company ranking equally with existing Shares.

The Company is proposing to issue the Ordinary Shares pursuant to commitments in the December 2015 Replacement Prospectus and Annual Reports to allow Directors to accept Shares in the Company in lieu of cash.

The Shares will be issued for nil cash consideration as they are being issued for Directors’ fees that would otherwise be payable in cash by the Company; accordingly, no funds will be raised from the issue.

Current Holdings

As at the date of this Notice, Messrs McDonald and Seton have the following relevant interest in Company Securities:

Director	Shares	Unlisted Options
Tom McDonald	Pre-consolidated 5,281,690	6,250,000
	Post-consolidated 176,056	208,333
John Seton	Nil	Pre-consolidated 6,250,000
		Post-consolidated 208,333

Unlisted Options exercisable at 2.5 cents (pre-consolidated) / 75 cents (post-consolidated) on or before 16 December 2018.

Dilution effect of grant of Deferred Consideration Shares on existing members' interests

If passed, Resolutions 5 and 6 will give the Directors power to grant a total of up to 636,755 Shares to Messrs McDonald and Seton.

This will increase the number of Shares on issue from 125,561,486 to 126,198,241 (if no Options are exercised and no other Shares are issued) with the effect that the shareholding of existing Shareholders would be diluted by 0.504%.

Related Party's total remuneration package

The remuneration and emoluments from the Company to Messrs McDonald and Seton for the previous financial year is set out below:

Director	2016/2017 Director Fees (A\$)	2016/2017 Share Based Payments (A\$)	2016/2017 Consulting Fees (A\$)	2016/2017 Total Fees (A\$)
Tom McDonald ¹	17,753	22,497	37,743	77,993
John Seton ²	33,333	22,497	Nil	55,830

1. Mr McDonald was appointed as a Non-Executive Director on 20 October 2016; and
2. Mr Seton was appointed as a Non-Executive Director on 23 June 2016 and received Director Fees for the year ended 30 June 2016 of \$777.00.

Valuation of Director Fee Shares

The value of the Director Fee Shares is the 30 day VWAP for the March 2017 quarter which coincides with the Company's financial year end.

To bring the Share issue into line with the Company's subsequent 30 to 1 consolidation, which became effective 22 June 2017, the VWAP has been adjusted by a consolidation factor of 30.

Shareholders should note that the Company's Share price may rise or fall after the date of this Notice and before the date of the Meeting. Any rise or fall in the value of Shares will affect the value of Shares to be issued to Mr McDonald.

Date of Issue

The Shares will be issued as soon as practicable after the Annual General Meeting but in any event, no later than one (1) month after the Meeting or such later date as approved by the ASX.

It is intended that the Shares will be issued on one date.

Company's historical Share price

The following table gives details of the highest, lowest and latest trading prices of the Company's Shares trading on ASX over the past 12 months before the date of this Notice:

	Price (A\$)	Date
Highest	48 cents	24 August 2016
Lowest	15 cents	25 May 2017
Last	23 cents	13 July 2017

Voting Exclusion Statement

A voting exclusion statement in relation to Resolutions 5 and 6 is included in the Notice.

Recommendation of the Board

Messrs McDonald and Seton decline to make a recommendation to Shareholders in relation to Resolutions 5 and 6 due to their material personal interest in the outcome of the Resolutions on the basis that they are both to be issued the Shares in the Company should Resolution 5 and 6 be passed.

However, the Board (in the absence of Messrs McDonald and Seton) recommends that Shareholders vote in favour of Resolutions 5 and 6 for the following reasons:

- the grant of Shares to Messrs McDonald and Seton will align their interests with those of Shareholders by creating a stronger incentive to increase Shareholder value and therefore, the value of Messrs McDonald and Seton Shares;
- Messrs McDonald and Seton will have a greater involvement with, and participate in, any future growth and profitability of the Company;
- the grant of the Shares in satisfaction of Director Fees is a reasonable and appropriate method to provide cost effective remuneration as the non-cash form of this benefit will allow the Company to spend a greater proportion of its cash reserves on its operations than it would if alternative cash forms of remuneration were given to Messrs McDonald and Seton; and
- It is not considered that there are any significant opportunity costs to the Company or benefits foregone by the Company in granting the Shares upon the terms proposed;

The Board is not aware of any other information that would be reasonably required by Shareholders to allow them to decide whether it is in the best interests of the Company to pass Resolution 5 and 6.

Resolution 7 – Approval to Issue an Additional 10% of the Issued Capital of the Company over a 12 Month Period Pursuant to Listing Rule 7.1A

General

The Company is seeking Shareholder approval to issue an additional 10% of its issued capital over a 12 month period pursuant to Listing Rule 7.1A.

Pursuant to Listing Rule 7.1A, small and mid-cap listed entities that meet the eligibility threshold and have obtained the approval of their ordinary shareholders by special resolution at the annual general meeting, are permitted to issue an additional 10% of issued capital over a 12 month period from the date of the annual general meeting (**Additional 10% Placement**). The Additional 10% Placement under Listing Rule 7.1A is in addition to the ability of the Company to issue 15% of its issued capital without shareholder approval over a 12 month period pursuant to Listing Rule 7.1. The Company may issue the Equity Securities to raise funds for the Company and as non-cash consideration (further details of which are set out below).

Listing Rule 7.1A

Eligibility

An entity is eligible to undertake an Additional 10% Placement if at the time of its annual general meeting it has a market capitalisation of \$300 million or less and it is not included in the S&P/ASX300 Index.

For illustrative purposes only, on 11 July 2017, the Company's market capitalisation was approximately \$20 million based on the last trading price on that date. The calculation of market capitalisation will be based on the last trading price of the shares, on the last trading day on which trades in the shares were recorded before the date of the Annual General Meeting, multiplied by the number of Shares on issue (excluding restricted securities and securities quoted on a deferred settlement basis).

The Company is also not included in the S&P/ASX300 Index as at the time of this Annual General Meeting, however, it should be noted that the S&P/ASX300 Index is rebalanced twice a year in March and September. The Company is therefore an Eligible Entity and able to undertake an Additional 10% Placement under Listing Rule 7.1A.

If the Company for any reason ceases to be an Eligible Entity after the Company has already obtained Shareholder approval pursuant to this Resolution, the approval obtained will not lapse and the Company will still be entitled to issue the Equity Securities during the 12 month period following this Annual General Meeting.

Special Resolution

Listing Rule 7.1A requires this Resolution to be passed as a Special Resolution, which means that it must be passed by at least 75% of the votes cast by members entitled to vote on the Resolution. Pursuant to Listing Rule 7.1A, no Equity Securities will be issued until and unless this Special Resolution is passed at the Meeting.

Shareholder Approval

The ability to issue the Equity Securities is conditional upon the Company obtaining Shareholder approval by way of a Special Resolution at the Meeting.

Listing Rules 7.1 and 7.1A

The ability of an entity to issue Equity Securities under Listing Rule 7.1A is in addition to the entity's 15% capacity under Listing Rule 7.1.

At the date of this Notice of Meeting, the Company has on issue 125,193,623 Shares. The Company will have the capacity to issue the below Equity Securities immediately following the Meeting:

- 18,779,043 Equity Securities under its 15% Placement Capacity (Listing Rule 7.1); and
- Subject to Shareholder approval being obtained under this Resolution, a further 12,519,362 Equity Securities under its 10% Additional Capacity (Listing Rule 7.1A).

The actual number of Equity Securities that the Company will have the capacity to issue under Listing Rule 7.1A will be calculated at the date of issue of the Equity Securities in accordance with the formula prescribed in Listing Rule 7.1A.2 (as described following).

Formula for calculating the 10% Placement Capacity under Listing Rule 7.1A.2

Listing Rule 7.1A.2 provides that eligible entities which have obtained shareholder approval at an AGM may issue or agree to issue, during the 10% Placement Period, a number of Equity Securities calculated in accordance with the following formula:

(A x D) – E

A is the number of fully paid shares on issue 12 months before the date of issue or agreement:

- plus, the number of fully paid shares issued in the 12 months under an exception in Listing Rule 7.2;
- plus, the number of partly paid shares that became fully paid in the 12 months;

- plus, the number of fully paid shares issued in the 12 months with approval of holders of shares under Listing Rule 7.1 and 7.4 (which does not include the 10% Placement Capacity);
- less the number of fully paid shares cancelled in the 12 months.

Note that A has the same meaning in Listing Rule 7.1 when calculating an entity's 15% Placement Capacity.

D is 10%;

E is the number of Equity Securities issued or agreed to be issued under Listing Rule 7.1A.2 in the 12 months before the date of the issue or agreement to issue that are not issued with the approval of shareholders under Listing Rule 7.1 or 7.4.

Specific information required by Listing Rule 7.3A.

Minimum price of securities issued under Listing Rule 7.1A-Listing Rule 7.3A.1

Pursuant to and in accordance with Listing Rule 7.1A.3, the Equity Securities issued pursuant to approval under Listing Rule 7.1A must have an issue price of not less than 75% of the VWAP for the Equity Securities over the 15 trading days immediately before:

- (1) the date on which the price at which the Equity Securities are to be issued is agreed; or
- (2) if the Equity Securities are not issued within five (5) trading days of the date in paragraph (1) above, the date on which the Equity Securities are issued.

The Company will disclose to the ASX the issue price on the date of issue of the Equity Securities

Risk of economic and voting dilution - Listing Rule 7.3A.2

As provided by Listing Rule 7.3A.2, if Resolution 7 is passed and the Company issues the Equity Securities, there is a risk of economic and voting dilution to the existing Shareholders. The Company currently has on issue 125,193,623 Shares and could issue 12,519,362 Shares immediately following the Meeting (however, it is important to note that the exact number of Equity Securities which may be issued will be calculated in accordance with the formula contained in Listing Rule 7.1A.2, details of which are set out above). Any issue of Equity Securities will have a dilutive effect on existing Shareholders.

There is a specific risk that:

- the Market Price for the Company's Equity Securities may be significantly lower on the date of the issue of any Equity Securities than it is on the date of the meeting; and
- the Equity Securities may be issued at a price that is at a discount to the Market Price for the Company's Equity Securities on the issue date, which may influence the amount of funds raised by the issue or the value of the Equity Securities; or
- As consideration (or part thereof) for the acquisition of a new asset, both of which may have an effect on the amount of funds raised by the issue of Equity Securities under the Additional 10% Placement Capacity.

As required by Listing Rule 7.3A.2, the table below shows the dilution effect for existing Shareholders upon the issue of the maximum number of Equity Securities under the Additional 10% Placement Capacity, using different variables such as:

- the issued share capital has increased by both 50% and 100%; and
- the market price of the Shares as at the close of trade on 13 July 2017 has halved and then doubled.

Dilution Table				
Variable A in Listing Rule 7.1A.2	Number of Shares issued and funds raised with a 10% dilution effect	\$0.115 Issue Price at half the current market price	\$0.23 Issue Price as at close of trade on 13 July 2017	\$0.46 Issue Price at double the current market price
Current Issued Shares				

125,193,623	Shares issued	12,519,362	12,519,362	12,519,362
	Funds raised	\$1,439,723	\$2,879,453	\$5,758,906
	Dilution	10%	10%	10%
50% increase in Issued Shares 187,790,434 Shares	Shares issued	18,779,043	18,779,043	18,779,043
	Funds raised	\$2,159,590	\$4,319,180	\$8,638,360
	Dilution	10%	10%	10%
100% increase in Issued Shares 250,387,246 Shares*	Shares issued	25,038,725	25,038,725	25,038,725
	Funds raised	\$2,879,453	\$5,758,907	\$11,517,813
	Dilution	10%	10%	10%

* The number of Shares on issue could increase because of the issue of Shares that do not require Shareholder approval (such as under a pro rata rights issue or shares issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.

The following assumptions were made when preparing the dilution table:

1. There are currently **125,193,623** Shares on issue as at the date of this Notice of Meeting;
2. The issue of Equity Securities under the 10% Placement Capacity consists only of Shares;
3. The Company issues the maximum number of Equity Securities available under the 10% Placement Capacity;
4. No Options are exercised into Shares before the date of the issue of the Equity Securities;
5. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. Therefore, the voting dilution is shown in each example as 10%;
6. The table does not show the dilution affect that may be caused to a Shareholder;
7. The table only shows the effect of issues of Equity Securities under Listing Rule 7.1A not under the 15% Placement Capacity under Listing Rule 7.1; and
8. The issue price of \$0.235 is the closing price of the Shares on the ASX as at 13 July 2017.

Final Date for Issue - Listing Rule 7.3A.3

As required by Listing Rule 7.3A.3, the Company will only issue the Equity Securities during the 12 months after the date of this Meeting which the Company anticipates will end on 31 August 2018.

The approval under this Resolution for the issue of the Equity Securities will cease to be valid if Shareholders approve a transaction under Listing Rule 11.1.2 (a significant change to the nature or scale of activities of the Company) or Listing Rule 11.2 (the disposal of the main undertaking of the Company) before the anniversary of the Annual General Meeting.

Purpose - Listing Rule 7.3A.4

As noted above, the purpose for which the Equity Securities may be issued include to raise funds for the Company and as non-cash consideration (further details of which are set out below).

Funds raised from the issue of Equity Securities, if undertaken, would be applied towards:

1. Capital ratio requirements for its subsidiary's business as a Non-Bank Deposit Takers (NBDT) institution to support asset growth;
2. Repayment of debt;
3. Potential acquisition of new assets and investments by either or both of the following:
4. For ongoing future working capital purposes

Shares Issued for Non-Cash Consideration - Listing Rule 7.3A.4

The Company may issue Equity Securities for non-cash consideration, such as the acquisition of new assets or investments. If the Company issues Equity Securities for non-cash consideration, the Company will release to the market a valuation of the non-cash consideration that demonstrates that the issue price of the Equity Securities complies with Listing Rule 7.1A.3.

Company's Allocation Policy - Listing Rule 7.3A.5

The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue of the Equity Securities. The identity of the potential investors of Equity Securities will be determined on a case – by - case basis having regard to several factors including but not limited to the following:

- (1) the methods of raising funds that are available to the Company including, but not limited to, rights issue; or
- (2) other issue in which existing shareholders can participate;
- (3) the effect of the issue of the Equity Securities on the control of the Company;
- (4) the financial situation and solvency of the Company; and
- (5) Advice from corporate, financial and broking advisers (if applicable).

The potential investors of the Equity Securities have not been determined as at the date of this Notice but may include existing substantial Shareholders and new Shareholders who are not related parties or associates of a related party of the Company.

Furthermore, if the Company is successful in acquiring new assets or investments for which Equity Securities are issued as consideration, it is likely that the potential investors of some of the Equity Securities will be the vendors of the new assets or investments.

Equity Issues over Last 12 Months – Listing Rule 7.3A.6A

As this is the Company's second year seeking approval for the additional placement capacity under Listing Rule 7.1A, and specifically pursuant to the requirements of Listing Rule 7.3A.6(b), all the cash and non-cash equity issues made by the Company since the date of the 2016 Annual General Meeting held on 30 November 2016 are detailed in Annexure A.

For the purpose of Listing Rule 7.3A.6(a), the Company advises as follows:

A total of 2,939,039,536 (pre-consolidated) / 97,967,984 (post-consolidated) Shares were issued in the 12 month period preceding the 2017 Meeting representing 304% of the Equity Securities on issue at the start of the 12 Month Period.

Pre-consolidated Equity Securities on issue at commencement of 12 month period	967,775,340
Post-consolidated Equity Securities on issue at commencement of 12 month period	32,292,511
Pre-consolidated Equity Securities issued in last 12 month period under Listing Rule 7.1	2,939,039,536
Post-consolidated Equity Securities issued in last 12 month period under Listing Rule 7.1	97,967,984
Percentage Equity Securities issued represents of total number of Equity Securities on issue at commencement of 12 month period	304%

The Company previously obtained Shareholder approval under Listing Rule 7.1A at the 2016 Annual General Meeting and in accordance with Listing Rule 7.3A.6, the Company confirms that no Equity Securities were issued under the 10% Placement Capacity between 30 November 2016 and the date of finalisation of this Notice of Meeting.

Voting Exclusion Statement

A voting exclusion statement is included for this Resolution in the Notice of Meeting accompanying the Explanatory Memorandum.

At the date of the Notice, the Company has not approached any existing Shareholder or security holder or an identifiable class of existing security holder to participate in the issue of the Equity Securities utilising this 10% Placement Facility following the 2017 Annual General Meeting. No existing Shareholder's votes will therefore be excluded under the voting at the Meeting.

Recommendation of the Board

The Directors of the Company believe that Resolution 7 is in the best interests of the Company and unanimously recommend that Shareholders vote in favour of this Resolution.

The ability of the Company to issue Shares under the 10% Placement Capacity will enable the Company to issue Shares at a discount to the then market price in circumstances where it might otherwise be subjected to the cost, delay and uncertainty of having to go back to Shareholders for approval. The additional flexibility and speed to conduct capital raising will better position the Company to pursue its interests in the prevailing difficult market conditions.

Resolution 8 – Change of Company Name

The Directors have determined to change the Company name to “FE Investments Group Limited” to better reflect the nature of the Company's operations and aspirations. The FEI name is well regarded in the New Zealand depositors market and has gained market acceptance by its depositors and investors. It is the Board's view that there is significant benefit in ensuring the Group has a single name across the Group and to utilise the intellectual property contained in the FE Investments name.

Section 157(1)(a) of the Corporations Act provides that a company may change its name if it passes a special resolution adopting a new name.

Resolution 8 is a special resolution requiring a 75% majority vote and seeks the approval of Shareholders for the Company to change its name to FE Investments Group Limited, which is endorsed by the Board.

If Resolution 8 is passed, the name change of the Company will take effect when ASIC alters the details of the Company's registration.

ANNEXURE A – DETAILS OF EQUITY SECURITIES ISSUED IN THE 12 MONTHS PRIOR TO THE DATE OF THE ANNUAL GENERAL MEETING

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Issue Date	Number	Type	Consideration	The persons to whom the Equity Securities were issued or the basis on which those persons were determined	Issue Price	Discount to market price (MP) at issue date	Cash received / Funds Raised	Use of Funds
16 December 2016	Pre-consolidated 25,000,000 Post-consolidated 833,333	Unlisted Options	Non-Cash	Issued to Non-Executive Directors as an incentive and retention benefit	Nil	Nil	N/A	Market value of non-cash consideration as at 13 July 2017 is \$191,667.
10 May 2017	Pre-consolidated 359,573,760 Post-consolidated 11,985,792	Shares	Cash	Issued to Note holders upon conversion of Notes	\$0.1704	Yes 20% discount	\$1,560,000	All the funds have been used. Funds were used for working capital requirements
	Pre-consolidated 1,006,200 Post-consolidated 33,540	Unlisted Options	Non-Cash	Attaching options granted on conversion of Notes	Nil	Nil	N/A	Market value of non-cash consideration as at 13 July 2017 is \$7,714.
11 May 2017	Pre-consolidated 80,625,704 Post-consolidated 2,687,523	Shares	Cash	Issued to Debt holders upon conversion of unsecured loans	\$0.1608	Yes 10% discount	\$457,954	All the funds have been used for working capital requirements.
	Pre-consolidated 22,833,875 Post-consolidated 761,129	Shares	Cash		\$0.24	Yes 60% discount	\$182,671	Applied towards the purchase of the EFTPOS Technologies Limited business and these funds were employed towards working capital and the review of new opportunities
06 June 2017	Pre-consolidated 1,650,000,000 Pre-consolidated 55,000,000	Shares	Non-Cash	Issued to the FE Investments Limited vendors, in accordance with the terms of the Share Purchase Agreement in consideration of 100% of the issued capital of FE Investments Limited.	Nil	Nil	N/A	Market value of non-cash consideration as at 11 July 2017 is \$12,650,000.
	Pre-consolidated 500,000,000 Post-consolidated 16,666,667	Shares	Non-Cash	Deferred consideration shares issued to certain vendors of the original WolfStrike business following the achievement of agreed performance conditions following the FEI acquisition	Nil	Nil	N/A	Market value of non-cash consideration as at 13 July 2017 is \$3,833,333.
08 June 2017	Pre-consolidated 300,000,000 Pre-consolidated 10,000,000	Shares	Non-Cash	The issue of tranche 1 Earn Out Shares to the FEI vendors as part of the consideration payable for the acquisition of 100% of FEI's issued capital.	Nil	Nil	N/A	Market value of ²⁴ non-cash consideration as at 11 July 2017 is \$2,300,000.

The terms of the Unlisted Options as at the date of issue were:

December 2016 Issue

Pre-consolidated - 25,000,000 exercisable on or before 16 December 2018 at an exercise price of 2.5 cents;

Post-consolidated - 833,333 exercisable on or before 16 December 2018 at an exercise price of 75 cents

May 2017 Issue

Pre-consolidated - 1,006,190 exercisable on or before 10 May 2019 at an exercise price of 2 cents;

Post-consolidated - 33,540 exercisable on or before 10 May 2019 at an exercise price of 60 cents

GLOSSARY

\$ means Australian dollars

Additional 10% Placement Capacity has the meaning set out on page 18

AEST means Eastern Standard Time as observed in Sydney, New South Wales.

Annual General Meeting or Meeting means the meeting convened by the Notice of Meeting.

ASIC means the Australian Securities and Investments Commission.

ASX means ASX Limited or the ASX, as the context requires.

ASX Listing Rules means the Listing Rules of ASX.

Board means the current board of directors of the Company.

Business Days means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

Closely Related Party of a member of the Key Management Personnel means:

- (a) a spouse or child of the member;
- (b) a child of the member's spouse;
- (c) a dependent of the member or the member's spouse;
- (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 member's dealing with the entity;
- (e) a company the member controls; or
- (f) a person prescribed by the *Corporations Regulations 2001 (Cth)*.

Company means Wolfstrike Rentals Group Limited.

Constitution means the Company's constitution.

Corporations Act means the Corporations Act 2001 (Cth).

Director means Non-Executive Directors.

Eligible Entity has the meaning given to that term in the ASX Listing Rules

Explanatory Memorandum means the Explanatory Memorandum accompanying the Notice of Meeting.

Key Management Personnel is defined by AASB 124 Related Party disclosures as all directors and those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise) of the Company.

Notice of Meeting or Notice of Annual General Meeting means this notice of annual general meeting including the Explanatory Memorandum.

Equity Securities has the same meaning as equity securities as per the ASX Listing Rules.

Remuneration Report means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 31 March 2017.

Resolutions means the resolutions set out in the Notice of Meeting or any one of them, as the context requires.

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

Shareholder means a holder of a Share.

**APPOINTMENT OF PROXY
WOLFSTRIKE RENTALS GROUP LIMITED
ACN 107 745 095**

Member Details

Name:

Contact Telephone No:

Appointment of Proxy

I/We being a Member/s of WolfStrike Rentals Group Limited and entitled to attend and vote hereby appoint

☐

Chairman of the Meeting **OR**

Insert Name of Appointed Proxy Below

Or failing the person named, or if no person is named, the Chairman of the Meeting, as my/our proxy to attend and act generally at the Annual General Meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of WolfStrike Rentals Group Limited to be held at the offices of William Buck Chartered Accountants, Level 29 66 Goulburn Street, Sydney, NSW 2000 on Thursday, 31 August 2017, at 11.00am (AEST) and at any adjournment of that meeting.

CHAIR'S VOTING INTENTION IN RELATION TO UNDIRECTED PROXIES

The Chair intends to vote undirected proxies in favour of all Resolutions. In exceptional circumstances, the Chair may change his/her voting intention on any Resolution. In the event this occurs an ASX announcement will be made immediately disclosing the reasons for the change.

Voting on business of the Meeting

FOR AGAINST ABSTAIN

Non-Binding Resolution

Resolution 1 Adoption of 2017 Remuneration Report

☐ ☐ ☐

Ordinary Resolutions

Resolution 2 Re-election of Director Retiring by Rotation – Mr Quentin Olde

☐ ☐ ☐

Resolution 3 Election of Directors:

Resolution 3.1 - Mr Thatt Kiong Shim

☐ ☐ ☐

Resolution 3.2 - Mr Melvin Douglas Stewart

☐ ☐ ☐

Resolution 3.3 – Mr James (Jamie) Green

☐ ☐ ☐

Resolution 4 Ratification of Past Issue of Shares for the Conversion of Loans into Equity

Resolution 4.1 - Ratification of past issue of 80,625,704 (pre-consolidated) / 2,687,526 (post-consolidated) Shares

☐ ☐ ☐

Resolution 4.2 – Ratification of past issue of 22,833,875 (pre-consolidated) / 761,131 (post-consolidated) Shares

☐ ☐ ☐

Resolution 5 Approval to issue Shares to Mr Tom McDonald for Director fees for 2018 financial year

☐ ☐ ☐

Resolution 6 Approval to issue Shares to Mr John Seton for Director fees for 2018 financial year

☐ ☐ ☐

Special Resolutions

Resolution 7 Approval of 10% Placement Capacity

☐ ☐ ☐

Resolution 8 Change of Company Name

☐ ☐ ☐

Please Note: By marking the Abstain box for any of the Resolution 1 to 8, Shareholders are directing the proxy not to vote on that Resolution on a show Of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

If two proxies are being appointed, the proportion of voting rights this proxy represents is -----%

PLEASE SIGN HERE
Individual or Member 1

Sole Director and
Sole Company Secretary

Member 2

Director

Member 3

Director/Company Secretary