

# **INCREMENTAL OIL AND GAS LIMITED**

## **ACN 138 145 114**

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### **Notice of Extraordinary General Meeting and Explanatory Statement**

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#### **Date of Meeting**

**Tuesday 6 February 2018**

#### **Time of Meeting**

**9:00 am  
(Perth time)**

#### **Place of Meeting**

**Level 1  
20 Howard Street  
Perth  
Western Australia**

**INCREMENTAL OIL AND GAS LIMITED**  
**ACN 138 145 114**

**Notice of Extraordinary General Meeting**

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Notice is hereby given that an Extraordinary General Meeting of Incremental Oil and Gas Limited ACN 138 145 114 will be held at Level 1, 20 Howard Street, Perth on Tuesday, 6 February 2018 at 9:00am (Perth time) (Meeting).

The business to be considered at the Meeting is set out below. The Explanatory Statement to this Notice of Meeting provides additional information on matters to be considered at the Meeting. The Explanatory Statement and Proxy Form both form part of this Notice of Meeting.

This Notice of Meeting should be read in its entirety in conjunction with the accompanying Explanatory Statement, which contains information in relation to the following Resolutions. If you are in any doubt as to how you should vote on the Resolutions set out in this Notice of Meeting, you should consult your financial or other professional adviser.

Defined terms used in this Notice of Meeting have the meanings given to those terms in the Glossary at the end of the Explanatory Statement.

**Business – Ordinary Resolution**

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

**Resolution 1 –**

*That, for the purposes of the Australian Securities Exchange (ASX) Listing Rule 10.11 and for all other purposes, shareholder approval is given for the issue and allotment of up to 6,228,374 Shares and 6,288,374 Options to non-executive director Mr. Matthew McCann (or his nominees) for the purposes and on the terms and conditions set out in the Explanatory Statement accompanying this Notice of Meeting.*

**Voter exclusion statement**

The Company will disregard any votes cast on Resolution 1 by Matthew McCann and any of his associates. However, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or if it is cast by the person chairing the Meeting as a proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as their proxy decides.

**Business – Special Resolution**

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To consider and, if thought fit, to pass the following as a special resolution:

**Resolution 2 – Change of Company Name**

*That, for the purposes of Section 157(1)(a) of the Corporations Act and for all other purposes, the name of the Company be changed to **Eon NRG Limited** and for all references to the Company's name in the Constitution, on all public documents and negotiable instruments to be replaced with references to **Eon NRG Limited**.*

**Note:** The Resolution is a special resolution. To be passed, it must be approved by at least 75% of the votes cast by Shareholders entitled to vote on the Resolution.

**Other Business**

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To transact any other business that might be legally brought before the Extraordinary General Meeting.

**By order of the Board**



**SIMON ADAMS**

**Company Secretary**

Dated: 5 January 2018

## Shareholder Information

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Shareholders are encouraged to attend the Meeting, but if you are unable to attend, we encourage you to complete and return the enclosed proxy form.

### How to Vote

You may vote at the Meeting in person, by proxy or authorised corporate representative.

### Voting eligibility

For the purposes of determining voting and attendance entitlements at the Meeting as per Regulation 7.11.37 of the Corporations Act, the Directors have set 5.00pm WST on Friday 2 February 2018 as the time and date to determine who are the Shareholders in the Company for the purposes of the Extraordinary General Meeting. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

Holders of Options issued by the Company who are not also Shareholders but who wish to vote as Shareholders at the Meeting are required to lodge valid option exercise notices with the Company no later than 1 week before the Meeting to allow sufficient time for the Shares to be issued by the Company.

### Voting in Person

To vote in person, attend the Meeting on the date and at the time set out in this Notice. The Meeting will commence at 9:00am Perth time on 6 February 2018.

### Voting by proxy

A member who is entitled to attend and cast a vote at the meeting is entitled to appoint a proxy. A form of appointment of proxy is enclosed with this Notice.

The proxy need not be a member of the Company. A member who is entitled to cast two or more votes may appoint more than two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the appointment does not specify a percentage or number and two proxies are appointed, each may exercise half of the votes to which that member is entitled (in which case any fraction of votes will be disregarded).

All Proxy Forms will need to be lodged at the Company's postal or physical address by, 5:00pm (Perth time), on

Friday, 2 February 2018, or sent by facsimile or email by 9:00am (Perth time) on Sunday 4 February 2018 being 48 hours before commencement of the Meeting. Any Proxy Form received after that time will not be valid for the Meeting.

If you wish to appoint a proxy and are entitled to do so, then complete the enclosed proxy form in accordance with the instructions on it and return it to the Company's office by posting or faxing the Proxy Form to:

Incremental Oil and Gas Limited

<b>Postal Address:</b>	<b>Physical Address:</b>
PO Box Z5207	20 Howard Street
St George's Terrace	Perth WA 6000
Perth WA 6831	Australia

Facsimile: (08) 6144 0593

Email: [sadams@i-og.net](mailto:sadams@i-og.net)

Proxies given by corporate shareholders must be executed in accordance with their constitutions, or signed by a duly authorised attorney. A proxy may decide whether to vote on any motion, except where the proxy is required by law or the company's constitution to vote, or abstain from voting, in their capacity as proxy. If a proxy is directed how to vote on an item of business, the proxy may vote on that item only in accordance with that direction. If a proxy is not directed how to vote on an item of business, a proxy may vote as he or she thinks fit. If a shareholder appoints the chair of the Meeting as the shareholder's proxy and does not specify how the chair is to vote on an item of business, the chair will vote, as proxy for that shareholder, in favour of the item on a poll.

### Voting by corporate representatives

A body corporate that is a Shareholder, or which has been appointed as proxy, may appoint an individual to act as its representative at the Extraordinary General Meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative should bring to the meeting evidence of his or her appointment, including any authority under which it is signed, unless it has previously been given to the Company.

# INCREMENTAL OIL AND GAS LIMITED

ACN 138 145 114

## Explanatory Statement

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This Explanatory Statement has been prepared for the information of Shareholders in relation to the business to be conducted at the Meeting.

The purpose of this Explanatory Statement 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 Meeting.

This Explanatory Statement should be read in conjunction with the Notice of Meeting. Capitalised terms in this Explanatory Statement are defined in the Glossary.

### **Resolution 1 – Issue of Shares and Options to a Director (Mr. Matthew McCann)**

As announced to ASX on 21 and 23 November 2017, the Company proposes to issue 6,288,374 Shares and 6,288,374 Options to Mr. Matthew McCann (or his nominees), Non-executive Director, to raise working capital for the Company.

In November 2017 the Company completed a pro-rate offer (**Entitlement Offer**) which entitled eligible shareholders to receive one New Share for every Share that was held at the Record Date at a price of A\$0.01 per Share plus one free attaching New Option for every Share issued. Each New Option issued had an exercise price of A\$0.02 and an expiry date of 29 November 2019. Eligible offerees (other than related parties of the Company) could, in addition to taking up their entitlement, apply for additional new Shares and free attaching new Options in excess of their entitlement under the ‘Top-Up Facility’ offered under the Entitlement Offer. Shareholders who were domicile in the United States were ineligible to participate in the Entitlement Offer.

Mr. McCann is based in the United States and was therefore ineligible to participate in the Entitlement Offer. At the time of the Entitlement Offer, Mr. McCann held 1,238,000 Shares. Prior to the close of the Entitlement Offer, Mr. McCann indicated to the Board that he would like to support the Company’s capital raising initiative and apply for new Shares and Options under a placement with the same terms as had been offered to Shareholders under the Entitlement Offer.

### **Why is Shareholder approval required?**

Under Listing Rule 10.11, the Company must obtain the approval of its Shareholders by ordinary resolution before it can issue Equity Securities to a Related Party or a person whose relationship with the Company or Related Party is, in ASX’s opinion, such that Shareholder approval should be obtained.

Mr. McCann, as a Non-executive Director, is a Related Party of the Company in accordance with section 228 of the Corporations Act. Accordingly, the proposed issue of 6,288,374 Shares and 6,288,374 Options to Mr. McCann requires Shareholder approval under Listing Rule 10.11.

Further, Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue, during any 12 month period any Equity Securities if the number of those securities exceeds 15% of the number of ordinary securities on issue at the commencement of that 12 month period. If approval is given under Listing Rule 10.11, shareholder approval is not required under Listing Rule 7.1.

If approval is given under Listing Rule 10.11 to allow the Company to issue the 6,288,374 Shares and 6,288,374 options, the Company’s 15% placement capacity under Listing Rule 7.1 will not be affected by issue under Resolution 1.

### **Information required by Listing Rule 10.13**

Pursuant to and in accordance with Listing Rule 10.13, the following information is provided in respect of Shares that are proposed to be issued:

- (a) The Shares and Options will be issued to Mr. Matthew McCann, a Director of the Company (or his Nominee).
- (b) The number of Shares to be issued is 6,288,374 and the number of Options to be issued is 6,288,374.
- (c) The Shares will be issued no later than 1 month after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the Listing Rules) and will be issued in full (not progressively).
- (d) The issue price for the Shares will be A\$0.01 per Share. The Options that are issued are issued for nil consideration.
- (e) The Shares will be ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares. The terms of the Options are set out in the annexure to this Notice of Meeting. Upon exercise of the Options, the Shares that are issued will be ordinary shares in the capital of the Company issued on the same terms and conditions as the Company's existing Shares.
- (f) A voting exclusion statement is set in the Notice of Meeting.
- (g) The funds that are to be raised will be used for the purpose of funding working capital towards further development of IOG's projects.

The securities proposed to be issued will comprise approximately 1.57% of the Company's expanded share capital (as at the date of this document) on an undiluted basis after the issue to Mr McCann.

### **Chapter 2E of the Corporations Act**

Under Chapter 2E of the Corporations Act, a public company cannot give a "financial benefit" to a Related Party unless one of the exceptions to Section 208 apply or Shareholders have in general meeting approved the giving of that financial benefit to the Related Party.

A "financial benefit" is defined in the Corporations Act in broad terms and includes a public company issuing securities.

Section 210 of the Corporations Act provides that an entity does not need to obtain Shareholder approval to give a financial benefit to a Related Party if the giving of the financial benefit would be reasonable in the circumstances if the Related Party and the entity are dealing at arm's length (or terms less favourable than arm's length to the Related Party).

Mr. McCann is a Related Party of the Company. Given that Mr. McCann will be subscribing for shares on the same terms as all other investors who were eligible and who subscribed under the Entitlement Offer, the Board is of the view that the proposed issue is reasonable in the circumstance as if the Company and the Related Party is dealing at arm's length and as such Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required.

Whilst Shareholder approval is not being sought pursuant to Chapter 2E of the Corporations Act, the following information is provided to allow Shareholders to assess the proposed issue of shares to Mr. McCann:

- (a) the related party to whom the financial benefit will be given Mr. Matthew McCann (or his nominees);
- (b) the number of Shares proposed to be issued is 6,288,374 ordinary fully paid shares at A\$0.01 per Share plus 6,288,374 free attaching options, which would represent approximately 1.57% of the expanded issued capital on an undiluted basis after the issue to Mr. McCann.

The number of Shares to be issued to, and the total subscription funds payable by the Director, if the resolutions the Resolution 1 are approved by Shareholders, is as follows:

Number of Shares:	6,288,374
Subscription Funds:	A\$63,009.92

- (c) it may be perceived that a financial benefit is being given to the Directors referred to above due to the fact that the issue price of the Shares is less than the highest price that Shares have traded for since the

Entitlement Offer closed, although the proposed issue to the Director is on identical terms to those made to unrelated Shareholders and others under the Entitlement Offer.

The issue price for the Shares and Options to be issued under Resolution 1 is A\$0.01 per Share and A\$Nil per Option. The range of values of the Shares and Options since the New Shares and New Options have been traded is shown below.

	<b>High</b>	<b>Low</b>	<b>30 Day VWAP</b>
<b>New Shares</b>	A\$0.013	A\$0.008	A\$0.009
<b>New Options</b>	A\$0.004	A\$0.003	A\$0.003

The Board (with Mr. McCann abstaining) unanimously recommends that Shareholders vote in favour of Resolution 1. The chair intends to vote undirected proxies in favour of this resolution.

## **Resolution 2 – Change of Company Name**

### **Background**

The Resolution seeks Shareholder approval to change the name of the Company from “Incremental Oil and Gas Limited” to “**Eon NRG Limited**”.

The Board proposes to change the trading name in line with the Company’s approach to driving value through a more aggressive discovery program that will see it transition to a development focused exploration and production company. Onshore oil and gas discovery will remain as a primary focus in the short term but all energy related opportunities will be assessed on their merits and potential for value accretion.

With a long term strategic view that global energy demands will require a range of new technologies, the new brand identity around the name “Eon NRG” places the Company as a participant in the broader energy sector where future diversification outside of hydrocarbon discovery may become increasingly relevant.

This is a special resolution. To be passed, it must be approved by at least 75% of the votes cast in favor by Shareholders entitled to vote on the Resolution.

The change of name of the Company will only take effect from when the Company lodges the prescribed form for the change of name with ASIC and ASIC alters the details of the Company’s registration.

The Directors unanimously recommend that Shareholders vote in favour of Resolution 2. The chair intends to vote undirected proxies in favour of this resolution.

The Company has reserved the new ASX listing code of ‘E2E’ and will advise shareholders when the new ASX listing code will take effect.

## **Glossary**

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In the attached Notice and Explanatory Statement the following words and expressions have the following meanings:

**ASX** means the ASX Limited ACN 008 624 691 or the securities exchange operated by it, as the context requires.

**Board** means the Board of Directors of the Company.

**Company** means Incremental Oil and Gas Ltd, ACN 138 145 114.

**Constitution** means the constitution of the Company.

## Glossary (Cont.)

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

**Director** means a director of the Company.

**Entitlement Offer** means a pro-rata offer of Shares and Options made by the Company by way of a prospectus dated 27 October 2017 and announced to the ASX on Monday 30 October 2017.

**Equity Securities** has the meaning given in the Listing Rules.

**Explanatory Statement** means the explanatory statement accompanying the Notice of Meeting.

**Listing Rules** means the listing rules published by ASX.

**Meeting** means the meeting of the Shareholders convened for the purposes (including others) of considering the Resolutions contained in the Notice of Meeting.

**Notice of Meeting** means the notice convening the General Meeting accompanying this Explanatory Statement.

**Option/New Option** means an option to be issued a Share, on the terms set out in the annexure to this Notice of Meeting.

**Proxy Form** means the form of proxy accompanying the Notice of Meeting.

**Related Party** has the meaning given in the Corporations Act.

**Resolution** means a resolution proposed to be passed at the Meeting and contained in the Notice of Meeting.

**Share/New Share** means a fully paid ordinary share in the Company.

**Shareholder** means a person entered in the Company's register as a holder of a Share.

**WST** means Western Standard Time as observed in Perth, Western Australia.

## Annexure - Terms of New Options

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- (a) **Entitlement**  
Subject to adjustment in accordance with these terms and conditions, each New Option entitles the Optionholder to subscribe for one (1) unissued Share upon payment of the Exercise Price (as defined below) before the Expiry Date (as defined below).
- (b) **Exercise Price**  
The exercise price of each Option is \$0.02 (**Exercise Price**)
- (c) **Expiry Date**  
An Option is exercisable at any time after the date of issue and on or before 29 November 2019 (**Expiry Date**). Options that are not exercised by the Expiry Date shall lapse.
- (d) **Notice of Exercise**  
The New Options may be exercised by notice in writing to the Company and payment of the Exercise Price for each New Option being exercised. Any notice of exercise of a New Option received by the Company will be deemed to be a notice of the exercise of that Option as at the date of receipt.
- (e) **Minimum number of New Options exercised**  
The Optionholder may not exercise less than 1,000 New Options at any one time, unless the Optionholder has less than 1,000 New Options in which case the Optionholder must exercise all their New Options together.
- (f) **Shares issued on exercise**  
Shares issued on exercise of the New Options rank equally with the Shares of the Company on issue at the date of this Prospectus.
- (g) **Quotation of shares on exercise**  
Application will be made by the Company to ASX for official quotation of Shares issued upon the exercise of the New Options.

- (h) **No certificate**  
No certificate will be issued if the New Options are granted quotation on ASX.
- (i) **Timing of issue of Shares**  
After a New Option is validly exercised, the Company must as soon as possible:
- (i) issue the Share; and
  - (ii) do all such acts matters and things to obtain the grant of quotation for the Share on ASX no later than 10 Business Days from the date of exercise of the New Option.
- (j) **Participation in new issues**  
An Optionholder may participate in new issues of equity securities to holders of Shares if and to the extent that:
- (i) a New Option has been exercised; and
  - (ii) a Share has been issued in respect of the exercise before the record date for determining entitlements to the new issue.
- Optionholders do not have any right to participate in new issues of securities in the Company made to Shareholders generally. The Company will, where required pursuant to the Listing Rules, provide Optionholders with notice prior to the record date to determine entitlement to any new issue of securities made to Shareholders generally, in accordance with the requirements of the Listing Rules.
- (k) **Adjustment for bonus issues of Shares**  
If the Company makes a bonus issue of Shares or other equity securities to existing Shareholders (other than an issue in lieu or in satisfaction, of dividends or by way of dividend reinvestment):
- (i) the number of Shares which must be issued on the exercise of a New Option will be increased by the number of Shares which the Optionholder would have received if the Option holder had exercised the New Option before the record date for the bonus issue; and
  - (ii) no change will be made to the Exercise Price.
- (l) **Adjustment for rights issue**  
If the Company makes a pro-rata issue of Shares to existing Shareholders (other than a bonus issue), the Exercise Price of a New Option will be reduced according to the following formula:
- $$\text{New exercise price} = \frac{O - E [P - (S + D)]}{N + 1}$$
- O = the old Exercise Price of the New Option  
E = the Number of underlying Shares into which one (1) New Option is exercisable  
P = average market price per Share weighted by reference to volume of the underlying Shares during the 5 trading days ending on the day before the ex rights date or ex entitlements date.  
S = the subscription price of a Share under the pro-rata issue.  
D = the dividend due but not yet paid on the existing underlying Shares (except those to be issued under the pro-rata issue).  
N = the number of Shares with rights or entitlements that must be held to receive a right to one (1) new Share.
- (m) **Adjustments for reorganisation**  
If there is any reorganisation of the issued share capital of the Company, the rights of the Optionholder may be varied to comply with the Listing Rules which apply to the reorganisation at the time of the reorganisation.
- (n) **Quotation of New Options**  
An application for quotation of the New Options will be made by the Company to ASX.
- (o) **New Options transferable**  
The New Options are transferable. New Options may be transferred in the same manner as Shares unless classified as restricted securities under the Listing Rules and may be exercised by any other person or body corporate.
- (p) **Exercise instructions**  
Cheques shall be in Australian currency made payable to the Company and crossed "Not Negotiable". The application for Shares on exercise of the New Options with the appropriate remittance should be lodged at the Company's share registry.
- (q) **Voting and dividend rights**  
The New Options carry no rights to vote at a meeting of Shareholders, and no rights to dividends.

Shareholder Name:

\_\_\_\_\_

Shareholder Address:

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**LODGEMENT OF PROXY**

**FORM**

**BY MAIL** 

GPO Box Z5207,  
St George's Terrace,  
Perth WA 6831

**BY FAX** 

+61 8 6144 0593

**BY EMAIL** 

Level 1, 20 Howard  
Street,  
Perth WA 6000

**BY EMAIL** 

sadams@i-og.net

**Appointment of a proxy**

I/We being a member(s) of Incremental Oil and Gas Ltd are entitled to attend and vote and hereby appoint:

\_\_\_\_\_  
(Write here the name of the person you are appointing)

or failing the person named, or if no person is named, the Chair of the meeting as my/our proxy 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 Incremental Oil and Gas Ltd to be held at Level 1, 20 Howard Street, Perth, Western Australia 6000 at 9.00am (WST) on Tuesday, 6 February 2018 and at any adjournment or postponement of that meeting.

**If the Chair of the meeting is appointed as your proxy, or may be appointed by default and you do not wish to direct your proxy how to vote as your proxy in respect of a resolution, please place a mark in this box.** By marking this box, you acknowledge that the Chair of the meeting may exercise your proxy even if he has an interest in the outcome of the resolution/s and that votes cast by the Chair of the meeting for those resolutions other than as proxy holder will be disregarded because of that interest. If you do not mark this box, and have not directed your proxy how to vote, the Chair will not cast your votes on this resolution and your votes will not be counted in calculating the required majority if a poll is called on the resolution.

If you appoint the Chair of the meeting as your Proxy and you do not specify in this Proxy Form the way the Chair is to vote on the resolution, then the Chair of the meeting may vote as he thinks fit for the resolution and you hereby expressly **AUTHORISE** 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 for the Company.

The Chair of the meeting intends to vote undirected proxies which he holds in favour of all resolutions.

**Votes on items of business**

(Voting directions to your proxy – please mark X to indicate your directions)

		FOR	AGAINST	ABSTAIN*
Item 1	Issue of Shares and Options to a Director (Mr. Matthew McCann)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2	Change of Company Name	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* **Please note:** If you mark the abstain box for a particular Item, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not to be counted in computing the required majority on a poll.

**Appointment of a second proxy**

I/We wish to appoint a second proxy

mark with an "X" if you wish to appoint a second proxy

AND  % OR  SHARES

State the percentage of your voting rights or the number of shares for this Proxy Form  
This section must be signed in accordance with the instructions overleaf to enable your directions to be implemented.

**Signature(s) of Shareholder(s)**

INDIVIDUAL/SECURITY HOLDER 1  
Individual/Sole Director and Sole Company Secretary

**Contact details**

Contact Name & Email address



SECURITY HOLDER 2  
Director

Contact Telephone Number



SECURITY HOLDER 3  
Director/Company Secretary

Date

 / /

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001 (Cth)*.

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# Voting By Proxy - How to complete the Proxy Form

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## Your Name, Address and Shareholder Details

Your name and address is shown on the form of proxy as it appears on the share register of Incremental Oil and Gas Ltd.

## Appointment of a Proxy

Please write the name of that person you wish to appoint as proxy in the space indicated. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman will be your proxy and vote on your behalf. A proxy need not be a shareholder of Incremental Oil and Gas Ltd.

## Votes on Items of Business

You may direct your proxy how to vote by placing a mark one of the three boxes opposite each item of business. All your Shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy will vote as he or she chooses to the extent permitted by law. If you mark more than one box on an item, your vote on that item will be invalid.

## Appointment of a Second Proxy

If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company or you may copy this form.

To appoint a second proxy you must:

- indicate that you wish to appoint a second proxy by marking the box;
- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form; and
- return both forms together.

## Authorised Signature/s

You must sign this form as follows in the spaces provided:

- Individual: Where the holdings is in one name, the Shareholder must sign.
- Joint Holding Where the holding is in more than one name, all of the Shareholders should sign.
- Power of Attorney If signed under a Power of Attorney, you must have already lodged it with the Company, or alternatively, attach the Power of Attorney or a certified copy to this Proxy 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) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

If a representative of the corporation is to attend the meeting and a proxy form is not used, then an appropriate "Certificate of Appointment of Representative" should be produced prior to admission.

## Attending the Meeting

Completion of a Proxy Form will not prevent individual Shareholders from attending the meeting in person if they wish. Where a Shareholder completes and lodges a valid Proxy Form and attends the meeting in person, the proxy's authority to speak and vote for that Shareholder is suspended while the Shareholder is present at the meeting.

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## Lodgement of Proxy Form

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This Proxy Form and any Power of Attorney or other authority under which it is signed must be received no later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

**Documents may be lodged by facsimile to the Company's registered office on +61 8 6144 0593, or by mail to GPO Box Z5207, St George's Terrace, Perth WA 6831 or delivery to the registered office of the Company at Level 1, 20 Howard Street, Perth WA 6000 (during business hours – Monday to Friday 9:00am to 5:00pm) or by email to [sadams@i-og.net](mailto:sadams@i-og.net).**