

5 January 2015

Company Announcements Office
Australian Securities Exchange
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20 Bond Street
SYDNEY NSW 2000

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Amended Proxy Form

Please find enclosed an amended proxy form for the Annual General Meeting of Carbon Conscious Limited to be held at Suite 5, Level 1, 26 Railway Road, Subiaco, Western Australia on Tuesday, 27 January 2015 at 9.30am (WST).

Due to an administrative oversight, the meeting date and venue stated on the proxy form located within the section where the Chairman of the Meeting has been appointed as a proxy was incorrect.

Nothing else has changed. A Notice of Meeting has not been included with the amended proxy form as there are no changes in the Notice of Meeting.

An amended proxy form will be sent to all shareholders. We apologise for any inconvenience caused.

Yours faithfully



Andrew McBain
Executive Director

Contact:

Mr Andrew McBain
+61 417 456 895

CARBON CONSCIOUS LIMITED

ACN 129 035 221

P R O X Y F O R M

The Company Secretary
Carbon Conscious Limited

By delivery:
Suite 5, Level 1,
26 Railway Road
Subiaco WA 6008

By post:
PO BOX 1338
Subiaco WA 6904

By facsimile:
+61 8 9287 5699

Name of
Shareholder:

Address of
Shareholder:

Please mark ☒ to indicate your directions. Further instructions are provided overleaf.

Proxy appointments will only be valid and accepted by the Company if they are made and received no later than 48 hours before the Meeting.

Step 1 - Appoint a Proxy to Vote on Your Behalf

I/We being Shareholder/s of the Company hereby appoint:

The Chairman of
the Meeting
(mark box)

☐

OR if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered shareholder) you are appointing as your proxy

or failing the person/body corporate named, or if no person/body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf, including 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 Annual General Meeting of the Company to be held at 9.30am (Perth time) on 27 January 2015, at Suite 5, Level 1, 26 Railway Road, Subiaco, Western Australia and at any adjournment or postponement of that Meeting.

Important - If the Chairman is your proxy or is appointed as your proxy by default

The Chairman is authorised to exercise undirected proxies on remuneration related resolutions: The Chairman intends to vote all available proxies in favour of each Resolution, including Resolution 1. If the Chairman is your proxy or is appointed your proxy by default, unless you indicate otherwise by ticking either the 'for', 'against' or 'abstain' box in relation to each Resolution, including Resolution 1, you will be authorising the Chairman to vote in accordance with the Chairman's voting intentions on each Resolution even if that Resolution is connected directly or indirectly with the remuneration of a member of Key Management Personnel.

Step 2 - Instructions as to Voting on Resolutions**INSTRUCTIONS AS TO VOTING ON RESOLUTIONS**

The proxy is to vote for or against the Resolution referred to in the Notice as follows:

		For	Against	Abstain*
Resolution 1	Remuneration Report			
Resolution 2	Election of Director - Mr Neil McBain			
Resolution 3	Re-election of Director - Mr Andrew McBain			
Resolution 4	Ratification of prior issue of Shares			
Resolution 5	Replacement of Constitution			
Resolution 6	Approval of 10% Placement Facility			
Resolution 7	Approval of issue of Options to Noteholder			
Resolution 8	Approval of Employee Share Option Plan			

		For	Against	Abstain*
Resolution 9	Approval of issue of Incentive Options to Mr Andrew McBain			
Resolution 10	Approval of issue of Incentive Options to Mr Trevor Stoney			
Resolution 11	Approval of issue of Incentive Options to Mr Neil McBain			
Resolution 12	Section 195 approval			

If no directions are given my proxy may vote as the proxy thinks fit or may abstain.

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

Authorised signature/s This section *must* be signed in accordance with the instructions below to enable your voting instructions to be implemented.

The Chairman of the Meeting intends to vote all available proxies in favour of each Resolution in which the Chairman is entitled to vote.

Individual or Shareholder 1

Shareholder 2

Shareholder 3

Sole Director and Sole Company Secretary

Director

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date

¹Insert name and address of Shareholder

²Insert name and address of proxy

^{*}Omit if not applicable

Proxy Notes:

A Shareholder entitled to attend and vote at the Annual General Meeting may appoint a natural person as the Shareholder's proxy to attend and vote for the Shareholder at that Annual General Meeting. If the Shareholder is entitled to cast 2 or more votes at the Annual General Meeting the Shareholder may appoint not more than 2 proxies. Where the Shareholder appoints more than one proxy the Shareholder may specify the proportion or number of votes each proxy is appointed to exercise. If such proportion or number of votes is not specified each proxy may exercise half of the Shareholder's votes. A proxy may, but need not be, a Shareholder of the Company.

If a Shareholder appoints a body corporate as the Shareholder's proxy to attend and vote for the Shareholder at that Annual General Meeting, the representative of the body corporate to attend the Annual General Meeting must produce the Certificate of Appointment of Representative prior to admission. A form of the certificate may be obtained from the Company's share registry.

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

Joint Holding: where the holding is in more than one name all of the holders must sign.
Power of Attorney: if signed under a Power of Attorney, you must have already lodged it with the registry, or alternatively, attach a certified photocopy of the Power of Attorney to this Proxy Form when you return it.
Companies: a Director can sign jointly with another Director or a Company Secretary. A sole Director who is also a sole Company Secretary can also sign. Please indicate the office held by signing in the appropriate space.

If a representative of the corporation is to attend the Annual General Meeting the appropriate "Certificate of Appointment of Representative" should be produced prior to admission. A form of the certificate may be obtained from the Company's Share Registry.

Proxy Forms (and the power of attorney or other authority, if any, under which the Proxy Form is signed) or a copy or facsimile which appears on its face to be an authentic copy of the Proxy Form (and the power of attorney or other authority) must be deposited at or received by facsimile transmission at the Perth office of the Company (Suite 5, Level 1, 26 Railway Road Subiaco WA 6008 or Facsimile +61 8 9287 5699) not less than 48 hours prior to the time of commencement of the Annual General Meeting (WST).