



Solco Limited

ABN 27 084 656 691

Notice of Annual General Meeting
of shareholders

Date: Thursday 12 November 2015 at 10.00am

Venue: Level 6, 221 Miller Street, North Sydney

This Notice of General Meeting and Explanatory Statement should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Chairman's Letter

9 October 2015

Dear Shareholder,

We invite you, as a shareholder in Solco Limited, to attend the Annual General Meeting on Thursday 12 November 2015 at 10am at the company's offices at Level 6, 221 Miller Street North Sydney NSW.

Details of the Annual General Meeting can be found in the enclosed Notice of Meeting and Explanatory Notes. Our 2015 Annual Report is available for download from our website www.solco.com.au/investors.

I look forward to welcoming you at the Annual General Meeting, listening to your views and answering any questions you may have. If you are unable to attend, I encourage you to complete and return the enclosed Proxy Form. Proxy Forms must be received by 10:00am on Tuesday, 10 November 2015, please send the attached explanations for further details.

You are encourage to let us know of any questions you may have before the AGM, which can be forwarded by email or post as explain in the notes.

The Directors and Senior Executives look forward to meeting shareholders.

Yours sincerely

A handwritten signature in blue ink, appearing to read 'B. Thomas', with a long horizontal flourish extending to the right.

Brian Thomas
Chairman

SOLCO LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting (**Meeting**) of the shareholders of Solco Limited (the Company) will be held at the Company's offices on Thursday 12 November 2015 at 10.00am Australian Eastern Daylight Time (AEDT), located at Level 6, 221 Miller Street, North Sydney NSW

Shareholders are urged to vote by attending the Meeting in person or by returning a completed proxy form. Instructions on how to complete a proxy form are set out in the attached explanations notes, which form part of this notice of meeting.

Proxy forms must be received by no later than 10am (AEDT) on 10 November 2015.

AGENDA

1 Financial Statements

To receive and consider the Financial Statements, Directors' Report and Auditor's Report for the financial year ended 30 June 2015.

2 Remuneration Report

To consider and, if thought fit, to pass the following resolution as an ordinary, non-binding resolution:

"That the Remuneration Report, which forms part of the Directors' Report of the Company for the financial year ended 30 June 2015, be adopted."

The Company will not accept any votes cast on Item 2 by or on behalf of a person who is disclosed in the Remuneration Report as one of the key management personnel of the Company (including Directors), or a closely related party of that person (as these persons are not entitled to vote on the resolution in their own capacity). However the Company will accept a vote cast by such a person if they do so as a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form.

As a result of recent amendments to the *Corporations Act 2001*, the Chairman of the meeting will vote undirected proxies on this resolution relating to the Remuneration Report in certain circumstances. Please refer to the 'Key Management Personnel Voting Exclusion' information set out in the Information for Shareholders section at the end of this Notice of Meeting.

3 Election of Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That Mr Lui Pangiarella, who retires by rotation at the Annual General Meeting in accordance with the Company's Constitution, and being eligible, be re-elected as a Director."

4 Change of Name

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

"For the purposes of section 157 Corporations Act 2001, that effective from the day on which the Australian Securities and Investments Commission alters the details of the Company's registration:

- (a) The name of the Company be changed to GO energy Group Limited; and*
- (b) The Constitution of the Company be amended to reflect the name change, is authorised and approved."*

5 10% Placement Facility

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

“For the purposes of ASX Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2, details of which are described in the Explanatory Notes which accompany the Notice of Meeting.”

Under listing rule 14.11.1 the Company will disregard any votes cast by persons who may participate in the proposed issue and a person who might obtain a benefit, except a benefit solely in the capacity as a holder of ordinary securities if the resolution is passed, and an associate of that person. At the date of this notice, the Company has not approached any particular existing shareholder or security holder or an identifiable class of existing security holders to participate in the issue of the Equity Securities, and no existing shareholders' votes will be excluded under the voting exclusion notice.

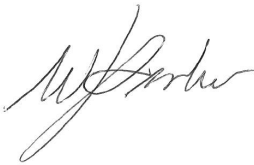
6 Non-Executive Directors' Remuneration

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

“For the purposes of the Company's Constitution, ASX Listing Rule 10.17 and all other purposes that an increase in the aggregate maximum amount of non-executive directors' fees from \$200,000 to \$250,000 (inclusive of superannuation guarantee levy contributions) is authorised and approved.”

The Company will not accept any votes cast on Item 6 by any director of the Company and their associates. The Company will also not accept any undirected proxy votes cast on Item 6 by a director or their closely related party. However, the Company will accept a vote if it is cast by a person (including the Chairman) as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form.

By order of the Board



Warren Kember
Company Secretary
8 October 2015

EXPLANATORY NOTES

This information is important. You should read the Explanatory Notes carefully and if necessary, seek your own independent advice.

1 Financial Statements

The Financial Statements, Directors' Report and Auditor's Report are set out in the Company's 2015 Annual Report (**Annual Report**) which can be viewed on the Company's website at www.solco.com.au.

2 Adoption of Remuneration Report

The Remuneration Report is set out in the Annual Report. The Remuneration Report sets out the Company's remuneration arrangements for the Directors and other key management personnel.

Under section 250R(2) of the *Corporations Act 2001*, the Company must put the adoption of the Remuneration Report to a vote at the Annual General Meeting. This vote is advisory only and does not bind the Directors or the Company.

The Chairman will allow shareholders a reasonable opportunity to ask questions about, or make comments, on the Remuneration Report at the annual general meeting.

Voting consequences

The Company is required under sections 250U and 250V of the *Corporations Act 2001*, to put the Remuneration Report to a non-binding shareholder vote at the Meeting. The 'two strikes' rule under these provisions of the *Corporations Act 2001* provides that if the Company's Remuneration Report receives a 'no' vote of 25% or more at two consecutive annual general meetings, the Company is required to put to shareholders at the second annual general meeting a 'spill resolution' for shareholders to convene a 'spill meeting' for the re-election of all Directors (excluding the Managing Director). If more than 50% of eligible votes are cast in favour of the 'spill resolution' a general meeting will be convened by the Company within 90 days to re-elect all Directors (excluding the Managing Director).

Previous voting results

At the annual general meeting of the Company on 28 November 2014 the Remuneration Report for the year ended 30 June 2014 was considered and approved by shareholders. The resolution received 96.5% votes "for" by valid proxies. In addition the resolution received in excess of 75.0% of "for" votes on a show of hands. The Company did not receive any specific feedback regarding its remuneration policy at the annual general meeting.

Shareholders appointing a proxy for this resolution should note the key management personnel voting restrictions contained in the Information for Shareholders section.

The Directors acknowledge that they each have a personal interest in their own remuneration from the Company. The Directors unanimously recommend that shareholders vote in favour of adopting the Remuneration Report.

3 Election of Directors

The Company's constitution requires one-third of Directors, excluding the Managing Director, retire by rotation at each annual general meeting. In accordance with the Company's Constitution and the ASX Listing Rules, Mr Lui Pangiarella will retire at the Meeting by rotation and offers himself for re-election.

A profile of Mr Pangiarella is included in the Directors' Report contained in the Annual Report.

The Directors, other than Mr Pangiarella, recommend that shareholders vote in favour of the re-election of Mr Pangiarella.

4. Change of company name

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

Following the successful completion of the acquisition of the GO Group of companies on 23 February 2015, the resolution seeks the approval of shareholders for the Company to change its name to GO Energy Group Limited. The Board proposes this change of name on the basis it more accurately reflects the proposed future options of the Company.

If this resolution is passed the change of name will take effect when the Australian Securities Investment Commission (ASIC) alters the details of the Company's registration.

The proposed name has been reserved by the Company and if this resolution is passed, the Company will lodge a copy of the special resolution with ASIC.

The Directors recommend shareholders vote in favour of the resolution to change the Company's name.

5. 10% Placement Facility

The Company is seeking shareholder approval to issue equity securities up to 10% of its issued share capital (**Equity Securities**) through placements over a 12 month period following the shareholder approval (**10% Placement Facility**).

The exact number of Equity Securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2.

ASX Listing Rule 7.1A

ASX Listing Rule 7.1A allows the companies of less than \$300 million market capitalisation and not included in S&P/ASX 300 Index to issue new securities up to 10% of the existing capital of the Company in a 12 month period with the prior approval of shareholders. The issue price of the securities must be no less than 75% of the volume weighted average market price for the securities over a 15 day period prior to the date of issue. The 10% Placement Facility is in addition to the Company's 15% placement capacity under Listing Rule 7.1.

The number of Equity Securities which may be issued, or agreed to be issued, under the 10% Placement Facility is prescribed in Listing Rule 7.1A.2 and is calculated as follows:

$$\text{Number of Equity Securities} = (A \times D) - E$$

- “A” the number of shares on issue 12 months before the date of issue or agreement:
- (A) plus the number of fully paid shares issued in the 12 months under an exemption in Listing Rule 7.2;
 - (B) plus the number of partly paid shares that become fully paid in the 12 months;
 - (C) 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. This does not include an issue of fully paid shares under the entity’s 15% placement capacity without shareholder approval;
 - (D) less the number of fully paid shares cancelled in the 12 months.
- “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 issue or agreement to issue that are not issued with the approval of shareholders under Listing Rule 7.1 or 7.4.

The actual number of Equity Securities that may be issued under Listing Rule 7.1A is calculated at the date of issue of the Equity Securities in accordance with the above formula.

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

Specific information required by Listing Rule 7.3A

For the purposes of Listing Rule 7.3A, the following information is provided about the proposed issue:

Minimum issue price For the purposes of ASX Listing Rule 7.3A, the minimum price of the Equity Securities will be a price of not less than 80% of the volume weighted average price (VWAP) of the Company’s ordinary shares over the 15 trading days on which trades of Equity Securities were recorded immediately before:

- i. the date on which the price of the Equity Securities are to be issued is agreed; or
- ii. if the Equity Securities are not issued with 5 trading days of the date in paragraph (i), the date on which the Equity Securities are issued.

Risks There is a risk of economic and voting dilution to existing shareholders in approving the 10% Placement Facility, including the risks that:

- i. the market price of the Company’s Equity Securities may be significantly lower at the date of the issue of the Equity Securities than when shareholders approve the 10% Placement Facility;
- ii. the Equity Securities may be issued at a price that is a discount to the market price for the Company’s Equity Securities on the issue date, or issued for non-cash consideration for the acquisition of a new asset.

The table below sets out the potential dilution of existing shareholders and the amount of funds that would be raised if Equity Securities are issued under the 10% Placement Facility. The results in the table have been calculated assuming that the Company issues, or agrees to issue, the maximum number of Equity Securities available under the 10% Placement Facility. The issue price shown as “current” is the closing price on 30 September 2015 and the number of ordinary shares currently on issue is 988,003,252.

Number of shares on issue (Variable A)	Dilution			
	Issue price (per share)	50% decrease \$0.0175	Price 29/9/15 \$0.035	100% increase \$0.070
Current A 988,003,252	Shares issued – 10% voting dilution	98,800,325	98,800,325	98,800,325
	Funds raised	\$1,729,005	\$3,458,011	\$6,916,022
50% increase 1,482,004,878	Shares issued – 10% voting dilution	148,200,487	148,200,487	148,200,487
	Funds raised	\$2,593,508	\$5,187,017	\$10,374,034
100% increase 1,976,006,504	Shares issued – 10% voting dilution	197,600,650	197,600,650	197,600,650
	Funds raised	\$3,458,011	\$6,916,022	\$13,832,045

The table does not show an example of the dilution that may be caused to a particular shareholder by reasons of placements under the 10% Placement Facility, of their holding at the date of the Meeting. The table also does not show any effect of issues of Equity Securities under Listing Rule 7.1 which allows 15% placement capacity.

The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.

Date of issue The latest date by which Equity Securities may be issued is 12 months after the Meeting. Approval for the issue of Equity Securities under the 10% Placement Facility will cease to be valid in the event that Shareholders approve a transaction under Listing Rule 11.1.2 (a significant change to the nature or scale of activities) or Listing Rule 11.2 (disposal of main undertaking).

Purpose of issue The Equity Securities are being issued to raise funds, in which case the Company intends apply the funds towards continued development of its existing assets and business, acquisition of new assets or investments (including expense associated with such acquisition) and/or general working capital. The Company may also consider issuing Equity Securities as non-cash consideration for new assets or businesses, in which case the Company will provide a valuation of the consideration as required by Listing Rule 7.1A.3

Allocation Policy

The Company is yet to identify the persons to whom Equity Securities will be issued under the 10% Placement Facility. The Company's policy for allocating Equity Securities issued under the 10% Placement Facility will be determined on a case by case basis depending upon the purpose, and prevailing market conditions at the time, of any issue and having regard to factors including but not limited to the following:

- i. the fund raising methods available to the Company, including but not limited to, rights issues or other issues which may minimize dilution to shareholders;
- ii. in the case of an asset or investment acquisition, the nature and circumstances of the acquisition;
- iii. the effect of the issue of the Equity Securities on the control of the Company;
- iv. the financial situation and solvency of the Company;
- v. advice from corporate, financial and broking advisers (if applicable).

The subscribers may include vendors (in the case of any issue for non-cash consideration), existing substantial shareholders and/or new shareholders who are not related parties or associates of a related party of the Company.

Previous approvals

The Company previously obtained shareholder approval under Listing Rule 7.1A at its 2014 annual general meeting. This approval ends on 28 November 2015.

Details of all Equity Securities issued in the preceding 12 months are set out below. A total of 782,903,128 ordinary shares were issued, representing 280% of the ordinary shares on issue at the commencement of the 12 month period of 205,100,124.

Issued to	Ordinary shares issued
Urban Group Energy Holdings Pty Limited (i)	627,606,378
Shares issued via Entitlement Placement (ii)	153,000,000
Shares issued via Entitlement Placement (ii)	2,296,750
Total issued during preceding 12 months	782,903,128

- (i) Issue of ordinary shares in consideration of the acquisition of GO Group Assets (non-cash transaction), as defined in the Notice of Annual General Meeting for the meeting held on 28 November 2014. The issue price of the ordinary shares was 2 cents each. At the date of issue, being 23 February 2015, the Company's ordinary shares were suspended. Compared to the last traded price on 27 November 2014 of 1.5 cents, the issue price represented a premium of 0.5 cents.

The value of the consideration paid by the issue of 627,606,378 ordinary shares at two cents each was \$12,552,127 for the GO Group Assets. An independent valuation report, contained in the Notice of Annual General Meeting, a range of valuations determined was \$12,095,530 to \$13,503,001 (on the basis of no adverse changes to the Australian Federal Government's Renewable Energy Target).

The ordinary shares issued ranked equally with existing ordinary shares.

- (ii) Issue of ordinary shares pursuant to an Entitlement Placement Prospectus dated 25 November 2014. The ordinary shares were issued on a pro-rata basis to existing eligible shareholders on the basis of one new ordinary share for each existing share held at the record date.

The ordinary shares were issued at two cents each for cash, other than in respect of 70,835,300 ordinary shares which were issued in consideration for the reimbursement of costs of the vendor of the GO Group Assets as detailed in the Entitlement Placement Prospectus.

Cash received of \$1,643,294, being 82,164,700 ordinary shares issued at two cents each, was applied to capital expenditure, costs of the transaction, cash payments due for the acquisition of GO Group Assets and general working capital (as detailed in the Security Holder Information section of the 2015 Annual Report).

The ordinary shares issued ranked equally with existing ordinary shares.

- (iii) Issue of ordinary shares pursuant to a Shortfall offer under an Entitlement Placement Prospectus dated 25 November 2014. The ordinary shares were issued on a pro-rata basis to existing eligible shareholders on the basis of one new ordinary share for each existing share held at the record date.

The ordinary shares were issued at two cents each for cash. Cash received of \$45,935 was applied to general working capital.

The ordinary shares issued ranked equally with existing ordinary shares.

A voting exclusions notice is included in this Notice of Meeting. At the date of this notice, the Company has not approached any particular existing shareholder or security holder or an identifiable class of existing security holders to participate in the issue of the Equity Securities, and no existing shareholders' votes will be excluded under the voting exclusion notice.

The Directors unanimously recommend that shareholders vote in favour of the 10% Placement Facility.

6 Non-Executive Directors' Remuneration

Total fees paid to non-executive directors of the Company are listed to a maximum set by shareholders. The present limit of \$200,000 per annum (inclusive of superannuation guarantee levy contributions) was set at the Company's Annual General Meeting held in November 2005. Shareholder approval is sought to increase the limit by \$50,000 to \$250,000 (inclusive of superannuation guarantee levy contributions).

The increased aggregate fee pool will allow the Board flexibility to deal with possible changes in the size and composition of the Board as the company grows. The Board aims to ensure there is an appropriate mix of skills and experience in the Board's composition.

Fees paid to the non-executive directors for the financial year ended 30 June 2015 are set out in the Remuneration Report. There have been no issues of equity securities to non-executive directors during the past three years.

The Directors make no recommendation on Item 6 as they receive a benefit from its passing.

INFORMATION FOR SHAREHOLDERS

QUESTIONS BY SHAREHOLDERS

Shareholders will be provided a reasonable opportunity at the meeting to ask questions about or comment on the management, performance and prospects of the Company and the Remuneration Report.

Shareholders will also be provided a reasonable opportunity to ask questions of a representative of the Company's Auditors, HLB Mann Judd, regarding the conduct of the audit, the preparation and content of the Auditor's Report, the accounting policies adopted by the Company in relation to the preparation of the Financial Statements, and the independence of the auditor in relation to the conduct of the audit.

Shareholders may submit written questions in advance of the meeting. Any questions must be submitted no later than 10.00am (Sydney time) Wednesday 11 November 2015, addressed to Mr Warren Kember, Company Secretary, Solco Limited:

by post to: PO Box 6392 North Sydney NSW 2059

by email to: Corporate@goenergy.com.au

in person: Level 6, 221 Miller Street, North Sydney NSW 2060

In the interests of the environment we encourage shareholders to notify the Company's share registry, Computershare (refer www.investorcentre.com) of their preference to receive corporate communications, including notices of meeting, to be received by email. We also encourage shareholders to return their completed proxy forms, if not attending the annual general meeting in person, via email to the above address.

KEY MANAGEMENT PERSONNEL VOTING EXCLUSIONS

Corporations Act 2001 (Cth) restricts members of the key management personnel (**KMP**) of the Company and their closely related parties (which includes a KMP's spouse, dependent and company controlled by the KMP) from voting in relation to remuneration related items in certain circumstances. The remuneration related item to be considered at the Meeting is Item 2 (Remuneration Report).

This restriction does not limit shareholders from appointing the Chairman as their proxy with a direction to cast the votes on a resolution (which may be contrary to the Chairman's stated voting intention) or from abstaining from voting on a resolution.

What this means for shareholders: If you intend to appoint a member of the KMP (such as the Chairman or one of the directors) as your proxy, please ensure that you direct them how to vote on Item 2. If you intend to appoint the Chairman as your proxy, you may also direct the Chairman how to vote by marking the Chairman's box on the proxy form (in which case the Chairman will vote in favour of Item 2). If you appoint a member of the KMP as your proxy and it is otherwise undirected, your vote will be disregarded by the Company for Item 2.

PROXIES

If you do not plan to attend the meeting, you are entitled to appoint a proxy to attend and vote on your behalf. You can appoint a proxy by returning the enclosed proxy form. Proxies will only be valid and accepted by the Company if they are signed and received by the Company no later than 48 hours before the meeting. Proxy forms can be returned to the Company by the means shown above.

A proxy holder need not be a member of the Company. The proxy form must specify the proxy's name or the name of the office held by the proxy's representative. To be valid, the proxy form must be lodged in one of the ways described in the proxy form accompanying this Notice of Meeting. The person appointed as a proxy may be an individual or a body corporate.

A shareholder entitled to attend and vote may appoint up to two proxies to attend and vote in their place. Where more than one proxy is appointed, each proxy may be appointed to represent a specified portion or number of votes. If you wish to appoint two proxies, please refer to the proxy form for instructions.

ELIGIBILITY TO VOTE

The Company has determined that for the purpose of voting at the meeting, shares will be taken to be held by the persons who are registered holders of those shares at 10.00pm (Australian Eastern Daylight Time) on Tuesday 10 November 2015. Share transactions registered after that time will be disregarded in determining entitlement to attend and vote at the meeting.

GLOSSARY OF TERMS

Company means Solco Limited ABN 27 084 656 691

Corporations Act means Corporation Act 2001 (Cth)

Remuneration Report means the section of the Directors' Report contained in the Company's Annual Report 2015, entitled Remuneration Report

Key Management Personnel has the meaning contained in the Corporations Act (generally the Directors and senior executives of the Company)

Related Party (and **closely related party**) has the meaning contained in the Corporations Act

PROXY FORM

ANNUAL GENERAL MEETING - 12 NOVEMBER 2015



If you are not attending the Company's Annual General meeting in person and wish to have your vote recorded, to be effective it must be received by 10.00am (AEDT) Tuesday 10 November 2015.

Please complete the voting preferences over and return via one of the alternatives indicated below.

<p>How to vote on items of business</p> <p>All your voting rights attached to your ordinary shares will be voted in accordance with your directions</p> <p>Appointment of Proxy Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box for an item your vote will be invalid on that item.</p> <p>Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against, Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.</p>	<p>Signing instructions if the form is posted</p> <p>Individual: Where the holding is in one name, the shareholder must sign.</p> <p>Joint holding: Where the holding is in more than one name, all of the shareholders should sign.</p> <p>Power of Attorney: If you have not already lodged the Power of Attorney with the Company's share registry (Computershare Limited, www.investorcentre.com), please attach a certified photocopy of the Power of Attorney to this form when you return it.</p> <p>Companies: Where the shareholder is a company and has a sole Director who is also the sole Company Secretary, this form must be signed by that person. If the company (pursuant to 204A of the Corporations Act 2001) does not have a Company Secretary, a sole Director can sign. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.</p>
<p>Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.</p> <p>A proxy need not be a security holder of the Company.</p>	<p>Attending the Meeting</p> <p>Bring this form to assist registration. If a representative of a corporate shareholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from the Company's share registry web site, www.investorcentre.com, under the help tab, "Printable Forms".</p> <p>Comments & Questions: If you have any comments or questions for the company, please communicate them separately via mail or email as indicated below.</p>
<p>How to return the Proxy form</p> <p>Completed and signed proxy forms can be returned to the company via:</p> <ul style="list-style-type: none"> • Scan and email to Corporate@goenergy.com.au; or • by post to PO Box 6392 North Sydney NSW 2059; or • in person Level 6, 221 Miller Street, North Sydney NSW 2060 	

PROXY FORM ANNUAL GENERAL MEETING - 12 NOVEMBER 2015

Appoint a Proxy to vote on your behalf

I/We being member/s of Solco Limited hereby appoint (place cross in appropriate box)

<input style="width: 40px; height: 25px;" type="checkbox"/>	the Chairman of the Meeting or	
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*If this box is left blank then you will be taken to have selected the Chairman of the Meeting.
Do not insert your own name/s.*

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf 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 Annual General Meeting of Solco Limited to be held at the Company's offices at Level 6, 221 Miller Street North Sydney NSW 2060 on Thursday 12 November 2015 at 10.00am (AEDT) and at any adjournment of postponement of that meeting

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances the Chairman of the Meeting may change his/her vote voting intention on any resolution, in which case an ASX announcement will be made.

Voting Directions (place cross in appropriate box or % of holding)

	For	Against	Abstain
Resolution 2: Remuneration Report	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>
Resolution 3: Election of Director – Mr Lui Pangiarella	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>
Resolution 4: Change of Name	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>
Resolution 5: 10% Placement Facility	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>
Resolution 6: Non-Executive Directors' Remuneration	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>	<input style="width: 60px; height: 30px;" type="checkbox"/>

Signature of shareholder/s

Individual or Shareholder 1	Shareholder 2	Shareholder 3

Contact name Contact number

Date