

ODIN ENERGY LIMITED

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NOTICE OF GENERAL MEETING

A General Meeting of the Company will be held at Suite 4, 16 Ord Street, West Perth, Western Australia on 13th January 2016 at 10:30AM (WST).

This Notice of General Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

Should you wish to discuss any matter please do not hesitate to contact the Company Secretary by telephone on (08) 9429 2900

ODIN ENERGY LIMITED

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NOTICE OF GENERAL MEETING

Notice is hereby given that a General Meeting of Shareholders of Odin Energy Limited (**Company**) will be held at Suite 4, 16 Ord Street, West Perth, Western Australia on 13th January 2016 at 10:30AM (**Meeting**).

The Explanatory Statement to this Notice of General Meeting provides additional information on matters to be considered at the Meeting. The Explanatory Statement and Proxy Form are part of this Notice of General Meeting.

The Directors have determined pursuant to regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders of the Company on 11th January 2016 at 5:00 PM.

Terms used in this Notice will, unless the context otherwise requires, have the same meaning given to them in the Glossary of terms as set out in the Explanatory Statement.

Resolution 1 – Disposal of Company's Main Undertaking

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

"That for the purpose of Listing Rule 11.2 and for all other purposes, approval is given for the disposal by the Company of its US incorporated subsidiary, Kilgore Exploration Inc, which holds the oil and gas assets located in Texas State Waters in the US, on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast on this Resolution by a person who may obtain a benefit, except a benefit solely in the capacity of a holder of Shares, if the Resolution is passed, and any associates of those persons. 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 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.

Resolution 2 – Approval of conversion of Converting Notes

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

"That for the purpose of Listing Rule 7.1 and for all other purposes, approval is given for the issue of up to 245,000,000 Shares upon the conversion of converting notes with a face value of \$245,000 on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion: The Company will disregard any votes cast on this Resolution by any person who may participate in the proposed issue and a person who may obtain a benefit, except a benefit solely in the capacity of a holder of Shares, if the Resolution is passed, and any associates of those persons. 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 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.

Resolution 3 – Approval of participation of Mr Alexander Bajada in the Rights Issue

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 and section 195(4) of the Corporations Act and for all other purposes, approval is given for the Company to issue to Mr Alexander Bajada (or his nominee(s)), of up to an aggregate maximum of 4,000,000 Director Shortfall Shares, which represent a value of up to \$48,000, on the same terms and conditions as other participants of the Rights Issue and on the terms and conditions set out in the Explanatory Memorandum.”

Voting Exclusion: The Company will disregard any votes cast on this Resolution by Mr Bajada (or his nominee(s)) and any of their 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 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.

Resolution 4 – Approval of participation of Mr Roland Berzins in the Rights Issue

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 and section 195(4) of the Corporations Act and for all other purposes, approval is given for the Company to issue to Mr Roland Berzins (or his nominee(s)), of up to an aggregate maximum of 4,000,000 Director Shortfall Shares, which represent a value of up to \$48,000, on the same terms and conditions as other participants of the Rights Issue and on the terms and conditions set out in the Explanatory Memorandum.”

Voting Exclusion: The Company will disregard any votes cast on this Resolution by Mr Berzins (or his nominee(s)) and any of their 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 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.

Resolution 5 – Approval of participation of Mr David Ballantyne in the Rights Issue

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 and section 195(4) of the Corporations Act and for all other purposes, approval is given for the Company to issue to Mr David Ballantyne (or his nominee(s)), of up to an aggregate maximum of 4,000,000 Director Shortfall Shares, which represent a value of up to \$48,000, on the same terms and conditions as other participants of the Rights Issue and on the terms and conditions set out in the Explanatory Memorandum.”

Voting Exclusion: The Company will disregard any votes cast on this Resolution by Mr Ballantyne (or his nominee(s)) and any of their 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 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.

Resolution 6 – Section 195 Approval

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

"That, for the purposes of section 195(4) of the Corporations Act and for all other purposes, the Directors are hereby authorised to complete the transactions as contemplated in this Notice."

Voting Exclusion: The Company will disregard any votes cast on this Resolution by any of the Directors or Proposed Directors (or any of their 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 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.

BY ORDER OF THE BOARD

Roland Berzins

Company Secretary

Dated: 11th December 2015

ODIN ENERGY LIMITED

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EXPLANATORY STATEMENT

1. Introduction

This Explanatory Statement has been prepared for the information of Shareholders of the Company in connection with the business to be conducted at the General Meeting to be held at Suite 4, 16 Ord Street, West Perth, Western Australia on 13th January 2016 at 10:30AM (WST)

This Explanatory Statement should be read in conjunction with and forms part of the accompanying Notice. The purpose of this Explanatory Statement is to provide information to Shareholders in deciding whether or not to pass the Resolutions set out in the Notice.

A Proxy Form is located at the end of the Explanatory Statement.

2. Action to be taken by Shareholders

Shareholders should read the Notice and this Explanatory Statement carefully before deciding how to vote on the Resolutions.

A Proxy Form is attached to the Notice. This is to be used by Shareholders if they wish to appoint a representative (a "proxy") to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, sign and return the Proxy Form to the Company in accordance with the instructions thereon. Lodgement of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

3. RESOLUTION 1 – Disposal of Company's Main Undertaking

3.1 Background

In the Company's quarterly report for the quarters ended 30th June 2015 and 30th September 2015 and in the Company's Full Year Statutory Accounts for the year ended 30th June 2015, released to the market on 30th September 2015, the Company indicated its intention to dispose of its oil and gas assets located in Texas State Waters in the US held through its wholly owned subsidiary Kilgore Exploration Inc ("KEI"). On 11 December 2015 the Company announced to the market that it had entered into an agreement with Paser Pte Ltd ("Paser"), a Singaporean incorporated company, for Paser Pte Ltd to acquire all of the shares in KEI for \$1. Odin will also transfer ownership of its debt due from KEI in the principal amount of US\$12.4 million to Paser. Subject to receipt of shareholder approval pursuant to this Resolution, the Company intends to complete the sale by the end of January 2016.

3.2 Impact of the Sale on the Company

On 24th November 2015 the Company announced a memorandum of understanding with gridComm Pte Ltd ("gridComm") which contemplates, subject to due diligence and the successful re-compliance with ASX Listing Rules, the acquisition of 100% of the issued capital of gridComm. This transaction, if it proceeds, will result in a change of activity, and a change of scale, for the Company; and the oil and gas operations will become non-core to the Company's future direction and success.

KEI's Galveston project in Texas State Waters in the US has experienced significant decline in production over the last two years, and workovers aimed at redressing this decline have either not been undertaken or have been unsuccessful. KEI received no revenue from this project in the year ended 30th June 2015, nor has it received any revenue subsequent to the 30th June 2015 year end. At 30th June 2015 the carrying value of these assets was \$ Nil.

In addition to this declining operational performance, KEI appealed in the September 2013 quarter against a judgement rendered against it in March 2013 in a lawsuit with Apache Corporation. KEI was informed during the March quarter of 2015 that this appeal had been unsuccessful and then applied for a re-hearing of the matter. This application was denied in May 2015, at which point the Board decided that the costs of any further appeals were not warranted. Judgement and the writ of garnishment have now been issued against KEI.

KEI has previously brought the vast majority of costs to account in respect to the litigation with Apache and these costs accounted for the majority of the \$1.3 million in liabilities in the accounts of KEI at 30th June 2015 and in the group consolidated accounts at the same date. Upon disposal these liabilities will no longer be recorded in the consolidated balance sheet of the group, and an accounting profit will be realised.

In summary the benefits of the disposal will allow the Company to focus fully on the gridComm transaction, and will remove a non-performing asset and significant liabilities from the group balance sheet.

3.3 ASX Listing Rule Requirements

The Company seeks shareholder approval in order to undertake the disposal under Resolution 1 as required by Listing Rule 11.2. Listing Rule 11.2 provides that where an entity proposes to make a significant change, either directly or indirectly, to the nature or scale of its activities and where the change involves the entity disposing of its main undertaking, the entity must obtain the approval of holders of its ordinary securities and otherwise comply with the requirements of the ASX.

Shareholders need to be aware however that if Resolution 1 is passed, the Company will be a 'cash box' and will not be engaged in any material form of business undertaking until such time, and if, the Company completes a new transaction and re-complies with ASX listing rule requirements.

The Company is therefore seeking Shareholder approval for the disposal of KEI under Listing Rule 11.2.

3.4 Directors' recommendation

The Directors unanimously recommend Shareholders vote in favour of this Resolution.

4. RESOLUTION 2 – Approval of conversion of Converting Notes

4.1 General

On 25th March 2015, the Company announced to the ASX that it was undertaking a funding arrangement with sophisticated and professional investors to provide up to \$500,000 in additional working capital to the Company by way of converting notes. During March and April 2015 \$245,000 was raised pursuant to this funding arrangement.

Holders of the \$245,000 of Converting Notes rank as unsecured creditors of the Company, and the Company has the right to elect to convert the Converting Notes into Shares at the conversion price of \$0.001 (0.1 cents). The conversion right is subject to, and conditional upon, shareholder approval. Upon shareholder approval being obtained for Resolution 2, the Company intends to promptly convert these Converting Notes into 245,000,000 fully paid ordinary shares, in accordance with the note terms.

Listing Rule 7.1 provides that, subject to certain exceptions, the prior approval of shareholders is required for an issue of securities if the securities will, when aggregated with the securities issued by the company during the previous 12 months, exceed 15% of the number of shares on issue at the commencement of that 12 month period.

If shareholders approve this Resolution 2, Shares may be issued under conversion of the Converting Notes without using the Company's 15% placement capacity and the Company will retain the flexibility to issue equity securities in the future up to the 15% placement capacity set out in Listing Rule 7.1 without the requirement to obtain prior Shareholder approval. If shareholder approval is not obtained for the conversion of the Converting Notes, the Company will be required to repay the full amount of the Converting Notes in cash.

4.2 Specific information required by Listing Rule 7.3

Listing Rule 7.3 requires that the following information be provided to Shareholders for the purposes of obtaining Shareholder approval pursuant to Listing Rule 7.4:

- (a) there are 245,000 Converting Notes on issue and the maximum number of Shares to be issued upon conversion is 245,000,000;
- (b) the Converting Notes were issued to sophisticated and professional investors in March and April 2015. Subject to Shareholders approving this Resolution 2, the Company intends to convert the Converting Notes shortly after this meeting, but in any event no later than 3 months from the date of this Meeting;
- (c) the Converting Notes will be convertible into Shares at a conversion price of \$0.001 per Share;
- (d) the Converting Notes will convert into fully paid ordinary shares in the capital of the Company;
- (e) the Shares will be allotted and issued to various sophisticated and professional investors (pursuant to section 708(8) of the Corporations Act) who hold the Converting Notes. None of the sophisticated and professional investors are considered a related party of the Company;
- (f) the funds raised from the issue of the Converting Notes have been applied towards working capital of the Company; and
- (g) a voting exclusion statement is included in this Notice.

4.3 Directors' recommendation

The Directors unanimously recommend Shareholders vote in favour of this Resolution.

5. RESOLUTIONS 3 TO 5 – APPROVAL AND PARTICIPATION OF DIRECTORS IN THE RIGHTS ISSUE SHORTFALL

5.1 General

As announced on 11th December 2015, the Company is undertaking a non-renounceable Rights Issue to raise approximately \$600,000 at 1.2 cents per share to allow Shareholders to participate in raising the capital required for the re-compliance costs to complete the gridComm acquisition. The full terms of the Rights Issue will be set out in an offer document to be despatched to Eligible Shareholders, but include the right for Directors to place any Shortfall Shares at their discretion. Resolutions 3-5 are seeking Shareholder approval for Directors to participate in the issue of up to an aggregate of \$144,000 (12,000,000 Director Shortfall Shares) of any Shortfall Shares that may arise under the Rights Issue.

5.2 Listing Rule 10.11

Listing Rule 10.11 provides that a company must not (subject to specific exceptions) issue or agree to issue equity securities to a related party without the approval of shareholders. Each of the Directors is a related party of the Company by virtue of being a director. Therefore shareholder approval is required under Listing Rule 10.11 for their respective participation in the Rights Issue, if it proceeds. Shareholder approval is therefore sought in accordance with Listing Rule 10.11 for each director in Resolutions 3 to 5.

Resolutions 3 to 5 seek Shareholder approval under Listing Rule 10.11 for the issue of the Director Shortfall Shares to the Directors. If approval is given under Listing Rule 10.11, the Company is entitled to rely on Exception 14 of Listing Rule 7.2 as an exception to any requirement for shareholder approval under Listing Rule 7.1. Accordingly, shareholder approval is not required under Listing Rule 7.1. The Company will retain the flexibility to issue equity securities in the future up to the 15% placement capacity set out in Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

5.3 Chapter 2E of the Corporations Act

Chapter 2E of the Corporations Act prohibits the Company from giving a financial benefit to related parties of the Company unless either the giving of the financial benefit falls within one of the nominated exceptions to the relevant provisions of the Corporations Act; or prior shareholder approval has been obtained for the giving of the financial benefit.

Any Shortfall Shares issued to a Director from the shortfall in the Rights Issue will constitute a financial benefit for the purposes of Chapter 2E of the Corporations Act. The Director Shortfall Shares, if issued, will be issued at the same price as any other shareholder or participant in the issue of Shortfall Shares. Accordingly, the board believes that the “arms’ length” exception in section 210 of the Corporations Act to the requirement to seek Shareholder approval under Chapter 2E of the Corporations Act is available to the Company. Shareholder approval is therefore not sought for the purposes of Chapter 2E of the Corporations Act.

5.4 Specific information required by Listing Rule 10.13

For the purpose of Listing Rule 10.13, the following information is provided in relation to the possible issue of Director Shortfall Shares under Resolutions 3 to 5:

- (a) The maximum number of Director Shortfall Shares to be issued to the Directors (or their nominee(s)) is:
 - (i) up to 4,000,000 Director Shortfall Shares to Mr Alex Bajada (or his nominee(s)),
 - (ii) up to 4,000,000 Director Shortfall Shares to Mr Roland Berzins (or his nominee(s)); and
 - (iii) up to 4,000,000 Director Shortfall Shares to Mr David Ballantyne (or his nominee(s)).

- (b) The Director Shortfall Shares will be issued to the Directors (or their nominee(s)) no later than one 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 it is intended that all of the Director Shortfall Shares will be issued on the same date. The Shares will be issued at the same time as the other Shortfall Shares.
- (c) The Director Shortfall Shares will be issued at an issue price of \$0.012 each which is at the same price and on the same terms and conditions as the Shares and Shortfall Shares issued to other shareholders and participants in the Rights Issue. A maximum of \$144,000 will be raised from the issue of the Director Shortfall Shares.
- (d) The Director Shortfall Shares will be fully paid ordinary shares of the Company and rank equally in all respects with the Company's existing Shares on issue.
- (e) The funds raised from the issue of the Director Shortfall Shares will be aggregated with, and used for the same purpose as, the funds raised from the Rights Issue including the issue of the Shortfall Shares.
- (f) a voting exclusion statement is included in this Notice.

5.5 Directors' recommendation

The Directors will not make a recommendation in relation to Resolutions 3 to 5 as they may participate in the issue of Director Shortfall Shares pursuant to these Resolutions.

Section 195 Approval

Section 195 of the Corporations Act essentially provides that a director of a public company may not vote or be present during the meeting of directors when matters in which the director holds a "material interest" are being considered.

The Directors have a material personal interest in the outcome of Resolutions 3 to 5.

In the absence of shareholder approval under section 195 of the Corporations, the Directors may not be able to form a quorum at the director meeting necessary to carry out the terms of Resolutions 3 to 5. Accordingly, the Directors have accordingly exercised their right under section 195(4) of the Corporations Act to put the issue to the Shareholders to decide.

ENQUIRIES

Shareholders are requested to contact Company Secretary on (08) 9429 2900 if they have any queries in respect of the matters set out in these documents.

Schedule 1 – Definitions

In this Notice and the Explanatory Memorandum:

\$ means Australian Dollars.

ASX means ASX Limited (ABN 98 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

Board means the board of Directors.

Business Day means:

- (a) for determining when a notice, consent or other communication is given, a day that is not a Saturday, Sunday or public holiday in the place to which the notice, consent or other communication is sent; and
- (b) for any other purpose, a day (other than a Saturday, Sunday or public holiday) on which banks are open for general banking business in Perth.

Chair or **Chairman** means the person appointed to chair the Meeting conveyed by this Notice.

Company means Odin Resources Limited (ABN 75 124 491 416).

Constitution means the constitution of the Company as at the commencement of the Meeting.

Converting Notes means the converting notes issued by the Company and announced on the ASX Company Announcements Platform on 25th March 2015.

Corporations Act means the Corporations Act 2001 (Cth).

Director means a director of the Company.

Director Shortfall Share means a Shortfall Share to be issued to a Director, with Shareholder Approval, from the Shortfall to the Rights Issue.

Directors' Report means the annual directors' report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.

Eligible Shareholder means a person registered as the holder of Shares on the Record Date whose registered address is in Australia or New Zealand.

Equity Securities has the same meaning as in the Listing Rules.

Explanatory Memorandum means the Explanatory Memorandum attached to the Notice.

Financial Report means the annual financial report prepared under Chapter 2M of the Corporations Act of the Company and its controlled entities.

gridComm means gridComm Pte Ltd, a Singaporean incorporated company with whom the Company entered into an MOU announced on the ASX Company Announcements Platform on 24th November 2015.

KEI means Kilgore Exploration Inc, the Company's wholly owned US subsidiary containing its oil and gas assets.

Listing Rules means the listing rules of ASX.

Meeting has the meaning in the introductory paragraph of the Notice.

MOU means the Memorandum of Understanding between the Company and gridComm Pte Ltd announced on the ASX Company Announcements Platform on 24th November 2015.

New Share means a new Share proposed to be issued pursuant to the Rights Issue.

Notice means this notice of general meeting.

Proxy Form means the proxy form attached to the Notice.

Rights Issue means a non-renounceable pro rata offer to Eligible Shareholders of New Shares, full details of which will be contained in an offer document to be sent to all Eligible Shareholders.

Resolution means a resolution contained in the Notice.

Schedule means a schedule to this Notice.

Section means a section contained in this Explanatory Memorandum.

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

Shareholder means a shareholder of the Company.

Shortfall Share means a Share not taken up by Eligible Shareholders in the Rights Issue.

WST means Western Standard Time, being the time in Perth, Western Australia.

In this Notice and the Explanatory Memorandum words importing the singular include the plural and vice versa.

PROXY FORM

The Secretary
Odin Energy Limited

By Post:
PO Box 1779, West Perth, 6872

By facsimile:
+61 8 9486 1011

Name of Shareholder:

Address of Shareholder:

Number of Shares entitled
to vote:

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

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 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 Meeting of the Company to be held at Suite 4, 16 Ord St, West Perth, Western Australia on Wednesday 13th January 2016 commencing at 10:30AM WST and at any adjournment or postponement of that Meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), by signing and returning this form I/we expressly authorise the Chairman to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention below) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of Key Management Personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on a Resolution by marking the appropriate box below.

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

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

Step 2 – Instruction as to Voting on Resolutions

Resolution 1 – Disposal of Main Undertaking

FOR AGAINST ABSTAIN

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Resolution 2 – Conversion of Notes

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Resolution 3 – Participation in Rights Issue (Mr Alex Bajada)

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Resolution 4 – Participation in Rights Issue (Mr Roland Berzins)

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Resolution 5 – Participation in Rights Issue (Mr David Ballantyne)

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Resolution 6 – S 195 Approval

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Please note: If you mark the abstain box for a particular Resolution, 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 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 ____%.

Signature of Member(s):

Date:

Individual or Member 1

Member 2

Member 3

Sole Director/Company Secretary

Director

Director/Company Secretary

Contact Name:

Contact Ph (daytime):

Date:

1. A Shareholder entitled to attend and vote at the Meeting may appoint a natural person as the Shareholder's proxy to attend and vote for the Shareholder at that Meeting. If the Shareholder is entitled to cast 2 or more votes at the 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 entitled 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.
2. If a Shareholder appoints a body corporate as the Shareholder's proxy to attend and vote for the Shareholder at that Meeting, the representative of the body corporate to attend the Meeting must produce the Certificate of Appointment of Representative prior admission. A form of the certificate may be obtained from the Company's share registry.
3. 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 Company Secretary. A sole Director who is also a sole Company Secretary can also sign. Please indicated the office held by signing in the appropriate space.
4. If a representative of the corporation is to attend the 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.
5. 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 at the Perth office of the Company at Suite 4 16 Ord St West Perth WA 6005 or by facsimile +61 8 9486 1011 not less than 48 hours prior to the time of commencement of the Meeting (WST), being Monday 11th January 2016 at 10.30am (WST).