



Notice of Annual General Meeting

Titan Energy Services Limited
ACN: 150 110 017

Date: **Tuesday 25 November 2014**

Time: **2.30pm**

Rydges South Bank
Cnr Grey and Glenelg Street
South Brisbane QLD 4101

This is an important document and requires your attention. If you are in any doubt about how to deal with this document, please consult your legal, financial or other professional advisor.

Agenda

1 Financial statements and reports

To receive and consider the Financial Report, Director's Report and Independent Audit Report for the Company and its controlled entities for the financial year ended 30 June 2014.

2 Resolution 1 – Adoption of the Remuneration Report

To consider and if thought fit, to pass the following resolution as a non-binding ordinary resolution under section 250R(2) of the Corporations Act 2001:

'That the Remuneration Report for the year ended 30 June 2014 is hereby adopted.'

Notes:

1. This resolution is advisory only and does not bind the Company or the directors.
2. If 25% or more of votes that are cast are voted against the remuneration report at two consecutive AGMs, shareholders will be required to vote at the second of those AGMs on a resolution (a 'spill resolution') that another meeting be held within 90 days at which all of the Company's directors (other than the Managing Director) must stand for re-election.

Voting exclusion

The Company will disregard and not count any votes cast (in any capacity) on Resolution 1 by or on behalf of either or both the following persons:

- a. a member of the Company's Key Management Personnel; or
- b. a Closely Related Party of a member of the Company's Key Management Personnel, unless:
- c. the person:
 - i. does so in relation to a resolution where they hold a Directed Proxy Form; or
 - ii. is the Chairman of the Meeting and is expressly authorised to exercise the proxy even though the resolution is a Remuneration Resolution; and
- d. the vote is not cast on behalf of a person described in paragraph (a) and (b) above.

3 Resolution 2 - Re-election of Mark Snape

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

'That Mark Snape, who retires by rotation at the Annual General Meeting in accordance with clause 38.1 of the Company's constitution, be re-elected as a director of the Company.'

4 Resolution 3 – Re-election of Shaun Scott

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

‘That Shaun Scott, who retires at the Annual General Meeting in accordance with clause 38.6 of the Company’s constitution and Listing Rule 14.4, be re-elected as a director of the Company.’

5 Resolution 4 – Re-election of Jim Diakogiannis

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

‘That Jim Diakogiannis, who retires at the Annual General Meeting in accordance with clause 38.6 of the Company’s constitution and Listing Rule 14.4, be re-elected as a director of the Company.’

6 Resolution 5 - Approval of the Company’s Performance Rights Plan

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

‘That for the purpose of Listing Rule 7.2 (exception 9(b)) and for all other purposes, approval be given for the performance rights plan described in the Explanatory Memorandum accompanying this Notice of Meeting.’

Voting Exclusion Statement

In accordance with the ASX Listing Rules, the Company will disregard any votes cast on this resolution by any Director (except one who is ineligible to participate in any employee incentive scheme in relation to the entity) and any of their associates.

However, the Company need not disregard a vote if:

- it is cast by a person as 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.

In addition, pursuant to the Corporations Act, the Company’s Key Management Personnel and their Closely Related Parties are not permitted to cast a vote as a proxy for another person who is permitted to vote, unless:

- the proxy holds a Directed Proxy Form; or
- the proxy is the Chairman of the Meeting and he is expressly authorised to exercise the proxy even though the resolution is a Remuneration Resolution.

7 Resolution 6 – Ratification of the issue of Consideration Shares

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

*'That for the purposes of ASX Listing Rule 7.4 and for all other purposes, shareholders ratify the issue of 1,539,952 fully paid ordinary shares at an issue price of \$2.09 per share, issued in lieu of a cash payment under a sale and purchase agreement for the acquisition of the Pangaea Rig (**Consideration Shares**), on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice of General Meeting.'*

Voting Exclusion Statement

The Company will disregard and not count any votes cast (in any capacity) on this Resolution by or on behalf of Pangaea Drilling Pty Ltd and any of its associates.

However, the Company need not disregard a vote if:

- it is cast by a person as 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 for to vote as the proxy decides.

Dated: 24 October 2014

By order of the Board



Christine Hayward

Company Secretary

Notes

1. The Directors have determined that the shareholding of each member for the purposes of ascertaining their voting entitlements at the Annual General Meeting will be as it appears in the share register at 2.30pm (Brisbane time) Sunday 23 November 2014. Accordingly, those persons are entitled to attend and vote at the meeting.
2. If you are eligible, you may vote by attending the meeting in person or by proxy or attorney. A member who is a body corporate may appoint a representative to attend and vote on its behalf.
3. To vote by proxy, please complete, sign and return the enclosed proxy form in accordance with the following instructions. If you require an additional proxy form, the Company will supply it on request.
4. A member who is entitled to vote at the meeting, may appoint one proxy if the member is only entitled to one vote or one or two proxies if the member is entitled to more than one vote. A proxy need not be a member of the Company.
5. Where the member appoints 2 proxies, the appointment may specify the proportion or number of votes that each proxy may exercise. If the appointment does not specify a proportion or number, each proxy may exercise one-half of the votes, in which case any fraction of votes will be disregarded.
6. The proxy form must be signed by the member or the member's attorney. Proxies given by a corporation must be executed in accordance with the Corporations Act and the constitution of that corporation.
7. To be effective, the proxy form and the power of attorney or other authority (if any) under which it is signed or a certified copy, must be received by the Company at least 48 hours before the time for holding of the meeting or any adjourned meeting:
 - a. By mail c/- Link Market Services Limited, Locked Bag A14, Sydney South NSW 1225.
 - b. Online at www.investorcentre.linkmarketservices.com.au Login to the Link website using the details as shown on the proxy form. Select 'Voting' and follow the prompts to lodge your vote. To use the online voting facility, Securityholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the proxy form).
 - c. By facsimile to +61 2 9287 0309.
8. Any proxy form received after this deadline including at the meeting will be treated as invalid.
9. A member of the Company's Key Management Personnel or their Closely Related Party must not, whether in person or by proxy, vote in their own right on the adoption of the Remuneration Report in Resolution 1.
10. A person appointed as proxy may vote or abstain from voting as he or she thinks fit except in the following circumstances:
 - a. The proxy holds a Directed Proxy Form;
 - b. Where the proxy is voting in relation to a Remuneration Resolution and the proxy is either a Key Management Personnel for the Company or a Closely Related Party and holds an Undirected Proxy Form; and
 - c. The proxy is required by law or the Company's Constitution to vote in a certain manner or abstain from voting.

11. Clause 10(b) does not apply if the Chairman of the meeting is appointed as proxy and his appointment expressly authorises the Chairman to exercise the proxy even if the resolution is a Remuneration Resolution.
12. The Chairman intends to vote all Undirected Proxy Forms in favour of all resolutions including Remuneration Resolutions.
13. The following definitions apply in this document:

Closely Related Party means the closely related parties of Key Management Personnel as defined in the Corporations Act 2001, and includes certain members of their family, dependants and companies they control.

Directed Proxy Form means a proxy form which specifies how the proxy is to vote.

Key Management Personnel of the Company are the directors of the Company and those other persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. The Remuneration Report identifies the Company's key management personnel for the financial year to 30 June 2014.

Remuneration Resolution means a resolution connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

Undirected Proxy Form means a proxy form which does not specify how the proxy is to vote.

Explanatory memorandum

This explanatory memorandum has been prepared to assist shareholders with their consideration of the resolutions to be put to the Annual General Meeting to be held at 2.30pm on Tuesday 25 November 2014 at the Rydges Southbank, Cnr Grey and Glenelg Streets, South Brisbane. These explanatory notes should be read with, and form part of, the accompanying Notice of Annual General Meeting.

1 Financial statements and reports

The Titan Energy Services Limited Annual Report 2014 (which includes the financial report, the directors' report and the auditor's report) will be presented to the meeting.

There is no requirement for shareholders to approve these reports. However, the Chairman of the meeting will allow a reasonable opportunity for shareholders to ask questions about, or make comments on, the management of the Company. Shareholders will be given a reasonable opportunity to ask the auditor questions about the conduct of the audit and the content of the Auditor's Report.

2 Resolution 1 – Adoption of the Remuneration Report

The Remuneration Report of the Company for the financial year ended 30 June 2014 is set out in the Company's 2014 Annual Report.

The Remuneration Report sets out the Company's remuneration arrangements for directors, including the Managing Director, and the Company's key staff. The remuneration policy described in the Remuneration Report sets out the relationship between Company performance and executive remuneration. In line with that policy, the Company does not propose to grant any performance rights to its Managing Director, Mr James Sturgess, for the current financial year.

The Chairman of the meeting will allow a reasonable opportunity for shareholders to ask questions about, or make comments on, the Remuneration Report at the meeting. In addition, shareholders will be asked to vote on the Remuneration Report.

The resolution is advisory only and does not bind the Company or its directors. The Board will consider the outcome of the vote and comments made by shareholders on the Remuneration Report at the meeting when reviewing the Company's remuneration policies.

A voting exclusion applies to Key Management Personnel and their Closely Related Parties in certain circumstances – please see the notes to Resolution 1.

Under the Corporations Act 2001, if 25% or more of the votes that are cast are voted against the adoption of the Remuneration Report at two consecutive AGMs, shareholders will be required to vote at the second of those AGMs on a resolution (a 'spill' resolution) that another meeting be held within 90 days at which all of the Company's directors (other than the Managing Director) must go up for re-election.

As the directors have a personal interest in the proposed Resolution 1, they make no recommendations as to how shareholders should vote on the Resolution.

3 Resolution 2 - Re-election of Mark Snape

Mr Mark Snape retires by rotation in accordance with clause 38.1 of the Company's constitution and being eligible, offers himself for re-election as a director.

Mark has considerable experience in the energy sector, large scale transport infrastructure development, risk management, public private partnerships and project financing.

Mark has held various senior management positions including Chief Executive Officer of Rivercity Motorway, Group General Manager – Infrastructure, Finance and Investment for John Holland. Managing Director in Australia for American Electric Power, Director of Deloitte Corporate Finance, Director of Country Natwest Corporate Finance and Director of BZW Corporate Finance.

Mark is also a non-executive director of Whitehelm Capital Pty Limited and has previously held non-executive directorships for ASX-listed entities Connect East Group, Brisconnections Group and Pacific Hydro Limited.

Mark is currently Chairman of the Audit Committee and is on the Company's Remuneration Committee.

The Directors (with Mr Mark Snape abstaining) unanimously recommend that you vote in favour of this Resolution.

4 Resolution 3 – Re-election of Shaun Scott

Mr Shaun Scott retires in accordance with clause 38.6 of the Company's constitution and Listing Rule 14.4 and being eligible, offers himself in for re-election as a director.

Shaun is a Chartered Accountant with over 25 years of experience in upstream and downstream projects, mergers and acquisitions and finance in the energy sector in Australia, Asia and the United States.

Shaun is currently a non-executive director of ASX listed Dart Energy Ltd, Site Group International Ltd and Chairman of Anaeco Ltd. He previously was a non-executive director of ACER Energy Ltd and Buccaneer Energy Ltd.

Shaun previously held the roles of Chief Executive Officer (Australia), Chief Commercial Officer and Chief Financial Officer with Arrow Energy Limited prior to its acquisition by Royal Dutch Shell plc and PetroChina in 2010. Prior to joining Arrow Energy Limited in 2004, Shaun held a variety of executive roles in the oil and gas industry.

Shaun is currently the Chairman of the Board, Chairman of the Remuneration Committee, Chairman of the Risk and Safety Committee and is on the Company's Audit Committee.

The Directors (with Mr Shaun Scott abstaining) unanimously recommend that you vote in favour of this resolution.

5 Resolution 4 – Re-election of Jim Diakogiannis

Mr Jim Diakogiannis retires in accordance with clause 38.6 of the Company's constitution and Listing Rule 14.4 and being eligible, offers himself in for re-election as a director.

Jim is a co-founder of Atlas Drilling and has 20 years experience in the oil and gas industry in Australia. Jim's specialities are in the area of drilling, completion and production engineering and he has been involved in the CSG sector since 2001.

Jim has held various positions in a number of large and small operating companies during his career including Santos, Inland Oil Refiners, Oil Company of Australia, Origin Energy and Blue Energy and has been involved in the drilling sector since the formation of Atlas Drilling in 2007.

Jim is currently on the Company's Risk and Safety Committee.

The Directors (with Mr Jim Diakogiannis abstaining) unanimously recommend that you vote in favour of this resolution.

6 Resolution 5 – Approval of Company's performance rights plan

In general terms, Listing Rule 7.1 imposes a 15% cap on the number of shares that can be issued by the Company, without shareholder approval, in any 12 month period (**Placement Capacity**). However, the Company is permitted to issue shares (or other securities) in excess of the Placement Capacity if those shares are issued in reliance on an exception to Listing Rule 7.1 or the issue is approved by shareholders.

Listing Rule 7.2 (Exception 9) contains an exception to Listing Rule 7.1 so that performance rights issued under a performance rights plan (**PR Plan**) that has either been previously approved by shareholders or disclosed in the Company's prospectus are not required to be counted in calculating the Company's Placement Capacity for a 3 year period.

The Company's PR Plan has not previously been approved by shareholders but was set out in the Company's prospectus dated 7 November 2011. Since the Company's listing, 2,603,215 performance rights have been granted under the PR Plan.

As the 3 year period ends on 7 November 2014, the Company's directors consider it desirable to seek shareholder approval for the PR Plan so that performance rights granted (and the shares issued on exercise of the performance rights) under the PR Plan can continue to be issued under an exception to Listing Rule 7.1 for 3 years after the date of the AGM and will not be counted as reducing the number of securities which the Company can issue under its Placement Capacity.

Approval is sought for a PR Plan on the following terms which are substantially similar to the terms of the PR Plan disclosed in the Company's prospectus:

- a. Persons eligible to participate in the PR Plan include, directors, officers, employees or consultants (or their nominees) of the Company or a controlled entity who the Board determined in its absolute discretion is to participate in the PR Plan.
- b. The Board of the Company may from time to time in its absolute discretion issue or cause to be issued invitations on behalf of the Company to eligible persons to participate in the PR Plan. The invitation will include information such as performance hurdles and performance periods.
- c. Except in limited circumstances, performance rights may not be transferred, assigned or novated except with the approval of the Board.
- d. On vesting, one performance right is exercisable into one (1) share.
- e. A participant in the PR Plan will not pay any consideration for the grant of the performance rights. The performance rights will not be listed for quotation on the ASX.
- f. If a participant's employment or engagement with the Company ceases because of an uncontrollable event, such as death or serious injury, all of the participant's performance rights that are capable of becoming exercisable if performance hurdles are met at the next test date, will become vested and the performance rights will be exercised within 3 months. In addition, the Board may in its absolute discretion determine the extent to which any other unvested performance rights that have not lapsed will become vested performance rights.

- g. If a participant's employment or engagement with the Company ceases because of a controllable event, the Board may in its absolute discretion determine the extent to which unvested performance rights that have not lapsed will become vested performance rights, exercisable within 3 months.
- h. Where there is a publicly announced proposal (whether by takeover bid, scheme of arrangement or otherwise) in relation to the Company, which the Board reasonably believes may lead to a change of control event:
 - i. all of the participant's unvested performance rights, that have not lapsed, will become vested performance rights; and
 - ii. the Board shall promptly notify each participant in writing that he or she may, within the period specified in the notice, exercise vested performance rights.
- i. If there are certain variations of the share capital of the Company including a capitalisation or rights issue, sub-division, consolidation or reduction in share capital, a demerger (in whatever form) or other distributions in specie, the Board may make such adjustments as it considers appropriate under the PR Plan, in accordance with the provisions of the listing rules.
- j. Holders of performance rights have no rights to dividends and no rights to vote at meetings of the Company until that performance right is exercised and the participant is the holder of a valid share in the Company.
- k. Shares acquired upon the exercise of a performance right will upon allotment rank pari passu in all respects with other shares.
- l. There is no requirement for shareholder approval at a general meeting if the rules are to be altered in any material manner.

A full copy of the PR Plan rules can be requested from the Company Secretary.

Each of the Directors recommends that shareholders vote in favour of Resolution 5.

7 Resolution 6 – Ratification of the issue of Consideration Shares

7.1 Background

As previously disclosed, the Company issued 1,539,952 fully paid ordinary shares (**Consideration Shares**) to Pangaea Driling Pty Limited as part consideration for the Pangaea Rig (**Rig**).

The Consideration Shares were issued without shareholder approval and reduces the Company's Placement Capacity.

If Resolution 6 is passed, the Consideration Shares will not count towards the Company's Placement Capacity and the Company will retain the flexibility to issue further shares up to its Placement Capacity, in the next 12 month period without shareholder approval.

Accordingly, the Company is seeking shareholder ratification for the issue of the Consideration Shares.

7.2 Regulatory requirements

Listing Rule 7.4 provides that an issue of shares made by a company without the prior approval of shareholders may be treated as having been made with shareholder approval if:

- a. at the time the issue took place, it did not breach Listing Rule 7.1; and
- b. the shareholders of the company, in general meeting, subsequently ratify the issue of the shares.

The issue of Consideration Shares was made in accordance with Listing Rule 7.1, accordingly the Company seeks shareholder ratification in accordance with Listing Rule 7.4.

7.3 Information required by Listing Rule 7.5

The following information is required by ASX Listing Rule 7.5 for the purposes of shareholder ratification under ASX Listing Rule 7.4:

Number of Shares allotted	1,539,952
Price at which Shares were issued	\$2.09
The basis on which allottees were determined	The shares were issued to the vendor of the Rig, Pangaea Driling Pty Ltd.
The terms of the Shares issued	All shares issued are fully paid ordinary shares in the Company that rank pari passu and form one class with all other ordinary shares of the Company.
The use (or intended use) of the funds raised	Consideration Shares were issued in lieu of cash payment for the acquisition of the Rig and associated assets.
Voting exclusion statement	A voting exclusion applies to this resolution – please see the notes to Resolution 6.

The Directors recommend that shareholders vote in favour of this resolution.



By mail:
Titan Energy Services Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia



By fax: +61 2 9287 0309



All enquiries to: Telephone: +61 1300 554 474



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PROXY FORM

I/We being a member(s) of Titan Energy Services Limited and entitled to attend and vote hereby appoint:

STEP 1

APPOINT A PROXY

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.

Failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to vote on my/our behalf (including in accordance with the directions set out below or, if no directions have been given, to vote as the proxy sees fit, to the extent permitted by the law) at the Annual General Meeting of the Company to be held at 2:30pm (Brisbane time) on Tuesday, 25 November 2014 at Rydges South Bank, Cnr Grey and Glenelg Street, South Brisbane, QLD 4101 (the Meeting) and at any postponement or adjournment of the Meeting.

I/we expressly authorise the Chairman of the Meeting to exercise my/our proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the key management personnel.

The Chairman of the Meeting intends to vote undirected proxies in favour of all items of business.

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an

STEP 2

VOTING DIRECTIONS

	For	Against	Abstain*		For	Against	Abstain*
Resolution 1 Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Resolution 4 Re-election of Jim Diakogiannis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Re-election of Mark Snape	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Resolution 5 Approval of the Company's Performance Rights Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 Re-election of Shaun Scott	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Resolution 6 Ratification of the issue of Consideration Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

i * If you mark the Abstain box for a particular Item, 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.

STEP 3

SIGNATURE OF SHAREHOLDERS - THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Shareholder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Shareholder 3 (Individual)

Director

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).

TTN PRX401R



HOW TO COMPLETE THIS PROXY FORM

Your Name and Address

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person in Step 1. If you appoint someone other than the Chairman of the Meeting as your proxy, you will also be appointing the Chairman of the Meeting as your alternate proxy to act as your proxy in the event the named proxy does not attend the Meeting.

Votes on Items of Business - Proxy Appointment

You may direct your proxy how to vote by placing a mark in one of the 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 are to be voted 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 the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) 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. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

Signing Instructions

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

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this 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 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

Corporate Representatives

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

Lodgement of a Proxy Form

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **2:30pm (Brisbane time) on Sunday, 23 November 2014**, being not 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.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form).



by mail:

Titan Energy Services Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



by fax:

+61 2 9287 0309



by hand:

delivering it to Link Market Services Limited, 1A Homebush Bay Drive, Rhodes NSW 2138.

**If you would like to attend and vote at the Annual General Meeting, please bring this form with you.
This will assist in registering your attendance.**