

Notice of Annual General Meeting

30 November 2016



WolfStrike Rentals Group Limited

ABN 72 107 745 095

Notice of Annual General Meeting

To be held on Wednesday 30 November 2016 at 10am

Notice of Annual General Meeting

30 November 2016

WolfStrike Rentals Group Limited (“WSG” or “the Company”) will hold its Annual General Meeting (“AGM”) at 10am on Wednesday 30 November 2016 at the offices of William Buck Chartered Accountants at Level 29, 66 Goulburn Street, Sydney NSW 2000 for the purpose of transacting the business set out in this Notice.

Agenda

WSG financial report

To receive the financial statements, directors’ report and auditor’s report for WSG and its controlled entities for the year ended 30 June 2016.

Note: There is no requirement for shareholders to approve these reports

NON-BINDING BUSINESS

To consider, and if thought fit, to pass with or without amendment, the following resolution as a non-binding resolution:

1. Remuneration Report

“That, for the purpose of Section 250R(2) of the Corporations Act 2001 (cth) and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s annual financial report for the financial year ended 30 June 2016.”

Note: This resolution is advisory only and does not bind the Company or the directors. The directors 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.

Voting exclusion

WSG will disregard any votes cast on this resolution:

- *by or on behalf of a member of the KMP named in the remuneration report for the year ended 30 June 2016, or that KMP’s closely related party, regardless of the capacity in which the vote is cast*
- *as a proxy by a member of the KMP at the date of the meeting, or that KMP’s closely related party, unless the vote is cast as a proxy for a person who is entitled to vote on this resolution:*
 - *in accordance with their directions of how to vote as set out in the proxy appointment; or*
 - *by the Chairman pursuant to an express authorisation on the Proxy Form*

ORDINARY BUSINESS

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

2. Re-Election of Director – Mr Robin Armstrong

“That, in accordance with clause 13.2 of the Company’s Constitution and for all other purposes, Mr Robin Armstrong, who retires by rotation in accordance with the Company’s Constitution, offers himself for re-election and is hereby re-elected as a director of the Company.”

3. Election of Directors

3.1 Election of Mr John Seton

“That, in accordance with clause 13.4 of the Company’s Constitution and for all other purposes, Mr John Seton, a Non-Executive Director who was appointed to the Board on 23 June 2016, as an addition to the existing number of Directors and only holds office until the first Annual General Meeting, retires and being eligible, is re-elected as a Director of the Company.”

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3.2 Election of Mr Tom McDonald

"That, in accordance with clause 13.4 of the Company's Constitution and for all other purposes, Mr Tom McDonald, a Non-Executive Director who was appointed to the Board on 20 October 2016, as an addition to the existing number of Directors and only holds office until the first Annual General Meeting, retires and being eligible, is re-elected as a Director of the Company."

4. Approval for the Issue of Options to Mr Olde

"That, for the purposes of Chapter 2E of the Corporations Act 2001 (Cth), ASX Listing Rule 10.11 and for all other purposes, the issue of up to 6,250,000 Options to Mr Quentin Olde (or his nominee) on the terms set out in the Explanatory Memorandum, be and is hereby approved."

5. Approval for the Issue of Options to Mr Armstrong

"That, for the purposes of Chapter 2E of the Corporations Act 2001 (Cth), ASX Listing Rule 10.11 and for all other purposes, the issue of up to 6,250,000 Options to Mr Robin Armstrong (or his nominee) on the terms set out in the Explanatory Memorandum, be and is hereby approved."

6. Approval for the Issue of Options to Mr Seton

"Contingent on his election as a Director at this meeting, that, for the purposes of Chapter 2E of the Corporations Act 2001 (Cth), ASX Listing Rule 10.11 and for all other purposes, the issue of up to 6,250,000 Options to Mr John Seton (or his nominee) on the terms set out in the Explanatory Memorandum, be and is hereby approved."

7. Approval for the Issue of Options to Mr McDonald

"Contingent on his election as a Director at this meeting, that, for the purposes of Chapter 2E of the Corporations Act 2001 (Cth), ASX Listing Rule 10.11 and for all other purposes, the issue of up to 6,250,000 Options to Mr Tom McDonald (or his nominee) on the terms set out in the Explanatory Memorandum, be and is hereby approved."

Voting exclusions for Resolutions 4 to 7

WSG will disregard any votes cast as follows:

- *The Company will disregard any votes cast on Resolution 4 by Mr Olde (and any of his associates) being a person who is to receive securities in relation to the entity.*
- *The Company will disregard any votes cast on Resolution 5 by Mr Armstrong (and any of his associates) being a person who is to receive securities in relation to the entity.*
- *The Company will disregard any votes cast on Resolution 6 by Mr Seton (and any of his associates) being a person who is to receive securities in relation to the entity.*
- *The Company will disregard any votes cast on Resolution 7 by Mr McDonald (and any of his associates) being a person who is to receive securities in relation to the entity.*

However, the Company will not disregard a vote cast under Resolutions 4, 5, 6 and 7 if:

(a) it is cast by a person as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form; or

(b) 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.

8. Increase in Director Fees

"That, for the purposes of Listing Rule 10.17 and clause 13.8 of the Company's constitution and for all other purposes, the Directors' fees payable to the Directors of the Company be increased to \$200,000 per annum, to be divided amongst them in such proportions and in such manner as the Directors may agree and, in default of agreement, in equal shares."

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Voting exclusion

WSG will disregard any votes cast on this resolution:

- *by or on behalf of a member of the KMP named in the remuneration report for the year ended 30 June 2016, or that KMP's closely related party, regardless of the capacity in which the vote is cast*
- *as a proxy by a member of the KMP at the date of the meeting, or that KMP's closely related party, unless the vote is cast as a proxy for a person who is entitled to vote on this resolution:*
 - *in accordance with their directions of how to vote as set out in the proxy appointment; or*
 - *by the Chairman pursuant to an express authorisation on the Proxy Form*

SPECIAL BUSINESS

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

9. Approval of Additional Placement Capacity

"For the purposes of Listing Rule 7.1A and for all other purposes, the Company be approved to issue Equity Securities up to 10% of the issued capital of the Company (at the time of issue) for the period specified in Listing Rule 7.1A.1 calculated in accordance with the formula prescribed in Listing Rule 7.1A.2, on the terms set out in the explanatory notes."

Voting exclusion

WSG will disregard any votes cast on this resolution:

- *any person (and any associates of such a person) who may participate in the 10% Placement Capacity;*
- *a person who might obtain a benefit, except a benefit solely in the capacity of a holder of Shares, if the resolution is passed*

However, the Company need not disregard any vote if it is cast by a person as a proxy for a person who is entitled to vote in accordance with the directions on the proxy form or if it was cast by the person chairing the meeting as a proxy for a person who is entitled to vote in accordance with the directions on the proxy form to vote as the proxy decides.

By Order of the Board
Eryn Kestel

Company Secretary
Wolfstrike Rentals Group Ltd
20 October 2016

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IMPORTANT INFORMATION

Key Dates

Eligibility to attend and vote

You are eligible to attend and vote at the meeting if you are registered as a WSG shareholder at 7.00pm (AEDT) on Monday 28 November 2016.

Last date to submit Proxy Form

Your completed Proxy Form must be received by the Company Secretary no later than 10.00am (AEDT) on Monday 28 November 2016.

Meeting Notes

The Chairman will vote undirected proxies on, and in favour of, all resolutions set out in this Notice.

Questions from shareholders

Shareholders may direct questions during the meeting to the Chairman about the operations and management of WSG, or to WSG's auditor about the content of the auditor's report and the conduct of the audit.

Questions will need to be submitted no later than five (5) business days (being Thursday, 24 November 2016) before the Annual General Meeting to the Company Secretary.

Responses to the most frequently asked questions will be consolidated and made available at the meeting.

HOW TO VOTE

Appointing a proxy

You can appoint a proxy to attend and vote on your behalf as an alternative to attending the meeting in person or casting a direct vote.

To appoint a proxy, please write the name of the appointed proxy in the box on the proxy form denoted by **Ω**. You can direct your proxy how to vote on Items 1 to 10 by marking "For", "Against" or "Abstain".

A proxy does not need to be a shareholder of WSG. A proxy may be an individual or a company. You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Forms and specify the percentage or number of votes each proxy is appointed to exercise. If you do not specify a percentage or number, each proxy may exercise half of the votes. You must return both Proxy Forms together. If you require additional Proxy Forms, please contact the Company Secretary on +61 (0) 435 905 770.

If you sign the enclosed Proxy Form, and mark the box against the Chairman, the Chairman will be appointed as your proxy. The Chairman currently intends to vote undirected proxies on, and in favour of, all proposed resolutions.

If you appoint a proxy, you may still attend the meeting. However, your proxy's right to vote and speak will be suspended while you are present.

Attending the meeting in person

Eligible shareholders may attend the meeting and vote in person.

If you intend to attend the meeting in person, you do not need to submit a Proxy Form.

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You may still attend the meeting and vote in person even if you have appointed a proxy. If you have previously submitted a Proxy Form, your attendance will suspend your proxy appointment while you are present at the meeting.

Please bring your Proxy Form with you as it will help you to register your attendance at the meeting. If you do not bring your Proxy Form with you, you can still attend the meeting but representatives from Link Market Services will need to verify your identity. You can register from 9.00am (AEDST) on the day of the meeting.

Impact of your proxy appointment on your voting instructions

If you appoint the Chairman as your proxy and have not directed him how to vote, you are authorising the Chairman to cast your undirected vote on all proposed resolutions in accordance with his intentions set out below.

If you appoint any other member of the Board of directors, a member of senior management who is named in the remuneration report (KMP) or their closely related parties as your proxy, they will not be able to vote your proxy on Item 2 (Remuneration report) unless you have directed them how to vote.

“Closely related party” is defined in the Corporations Act and includes a spouse, dependant and certain other close family members, as well as any companies controlled by a KMP.

If you intend to appoint a KMP or the Chairman as your proxy, you are encouraged to direct them how to vote on Item 2 by marking “For”, “Against” or “Abstain” for each of those items of business.

The Chairman’s voting intentions

The Chairman intends to vote undirected proxies on, and in favour of, all the proposed resolutions. If there is a change to how the Chairman intends to vote undirected proxies, WSG will make an announcement to the market.

The Chairman’s decision on the validity of a vote cast by a proxy or vote cast in person, is conclusive.

Submitting your Proxy Form

Your completed Proxy Form must be received no later than 10.00am (Sydney time) on Monday 28 November 2016. An original or a certified copy of any power of attorney under which the form was signed must also be received by this time unless previously provided to the Company.

You can lodge your vote:

1. by completing the enclosed Proxy Form and posting it to the Company Secretary at PO Box 1592, Booragoon WA 6954
2. hand delivering it to the Company’s registered office at Level 32, 101 Miller Street, North Sydney NSW 2060
3. faxing it to +61 (8) 9367 8812

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Explanatory Notes

WSG financial report

The financial statements, directors' report and auditor's report for WSG for the year ended 30 June 2016 will be laid before the meeting. There is no requirement for shareholders to approve these reports. However, the Chairman will allow a reasonable opportunity for shareholders to ask questions about, or make comments on, the operations and management of WSG. Shareholders will be given a reasonable opportunity to ask the auditor questions also the conduct of the audit and the content of the auditor's report.

Resolution 1 Remuneration Report

The remuneration report of the Company for the financial year ended 30 June 2016 (FY16) is set out in WSG's 2016 Annual Report and is available from the Company's website: www.wolfstrike.net

The report outlines ASX's executive remuneration framework and the FY16 remuneration outcomes for the WSG's Board and Key Management Personnel (KMP).

It also sets out the remuneration for Mr Ian Bailey, who was appointed as Managing Director on 24 March 2016.

The Chairman will allow a reasonable opportunity for shareholders to ask questions about, or make comments on, the remuneration report at the meeting before calling for a vote.

The resolution is advisory only. The Board will consider and take into account the outcome of the vote and feedback from shareholders on the remuneration report when reviewing the Company's remuneration policies.

The Director and Executive Remuneration Act which came into effect on 1 July 2011 provides Shareholders with the opportunity to remove the Board under the two strike rules.

The Remuneration Reports for the last five (5) years DID NOT receive a "no" vote of 25% or more when they were tabled at the respective Annual General Meetings.

Board recommendation

The Board of Directors unanimously recommend that Shareholders vote in favour of Resolution 1.

Resolution 2 – Re-Election of Director through Rotation

In accordance with ASX Listing Rule 14.4 and Clause 13.2 of the Constitution, directors must retire after the third Annual General Meeting since they were last elected. Mr Armstrong is the WSG Director eligible for re-election by rotation and is in accordance with Clause 13.2 of the Constitution eligible for re-election.

Mr Robin Armstrong

Non-Executive Chairman; and
Non-Executive Director

Experience and expertise

Mr Armstrong is the founder and principal of the Sydney based boutique corporate advisory firm Integritas Corporate Pty Ltd, specialising in developing strategies for small cap corporates to become adequately funded with a clear path to a public listing on the Australian Securities Exchange.

Robin has worked in the financial services industry for over 30 years, 15 of those years as director and head of the corporate department at publicly quoted Findlay & Co Stockbrokers Ltd, being responsible for many public listings (IPOs) and secondary capital listings.

Robin has considerable wealth of knowledge and has developed a broad range of experience in corporate finance, mergers, acquisitions, administration, corporate governance and best practice policies.

Board recommendation

The non-candidate directors unanimously support the election of Mr Armstrong.

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Resolution 3 Election of Directors

WSG continued its Board renewal program with the appointment of Mr John Seton and Mr Tom McDonald as directors on 23 June 2016 and 20 October respectively.

The Board reviews the mix of skills, diversity and experience of the Board in the context of opportunities and challenges facing the Company.

The skills and experience of Messrs Seton and McDonald are set out below.

Mr John Seton

Non-Executive Director

Appointed on 23 June 2016

Qualifications

LLB (Victoria University of Wellington);

LLM (Hons) (Auckland University);

Admitted to New Zealand and Californian Bars;

Solicitor of Supreme Court of England and Wales;

Chartered Fellow of New Zealand Institute of Directors

Experience and expertise

Mr Seton is an Auckland based solicitor with extensive business experience in technology, mining, wine and investment companies with both listed and private directorships and chairmanships, including ASX, NZX and TSX listed entities.

He is experienced in corporate asset acquisitions and divestments, transaction negotiations, fund raising, and steering businesses through significant change and growth

Board recommendation

The non-candidate directors unanimously support the election of Mr Seton.

Mr Tom McDonald

Non-Executive Director

Appointed on 20 October 2016

Qualifications

Bachelor of Commerce (UNSW);

Post Graduate in Finance and Business Studies (University of Technology Sydney);

Fellow, Certified Practising Accountants,

Associate of Governance Institute of Australia; and

Member of Australian Institute of Company Directors

Experience and expertise

Mr McDonald has an extensive background in senior management, CFO and COO roles and in particular brings a considerable degree of skill and expertise in the areas of financial and ASX disciplines, governance and risk.

With his knowledge of business growth strategy and turnarounds; start-ups and valuations; manufacturing and technology services; combined with his CFO experience at the public company level, Mr McDonald will enhance the existing capabilities of the Board and support the Company in achieving its market growth strategy.

Board recommendation

The non-candidate directors unanimously support the election of Mr McDonald.

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Resolutions 4 to 7: Approval for the issue of Incentive Rights to current Directors

Background

Resolutions 4, 5, 6 and 7 seek Shareholder approval for the grant of up to 6,250,000 Options to Mr Quentin Olde (or his nominee), 6,250,000 Options to Robin Armstrong (or his nominee), 6,250,000 Options to Mr John Seton (or his nominee) and 6,250,000 Options to Tom McDonald (or his nominee) for no consideration as part of the incentive scheme for Directors. These Options are referred to in this Notice of Meeting as the **Director Options**.

Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald (subject to the approval of Resolutions 3.1 and 3.2) are all Directors of the Company.

If Resolution 4 is passed, Mr Quentin Olde or entities associated with Mr Quentin Olde will be issued a total of 6,250,000 Options to acquire ordinary fully paid ordinary Shares in the capital of the Company with an exercise price of 2.5 cents.

If Resolution 5 is passed, Mr Robin Armstrong or entities associated with Mr Robin Armstrong will be issued a total of 6,250,000 Options to acquire ordinary fully paid ordinary Shares in the capital of the Company with an exercise price of 2.5 cents.

Subject to the approval of Resolution 3.1, if Resolution 6 is passed, Mr John Seton or entities associated with Mr John Seton will be issued a total of 6,250,000 Options to acquire ordinary fully paid ordinary Shares in the capital of the Company with an exercise price of 2.5 cents.

Subject to the approval of Resolution 3.2, if Resolution 7 is passed, Mr Tom McDonald or entities associated with Mr Tom McDonald will be issued a total of 6,250,000 Options to acquire ordinary fully paid ordinary Shares in the capital of the Company with an exercise price of 2.5 cents.

Shareholder approval is required for the purposes of Chapter 2E of the Corporations Act (section 208) and ASX Listing Rule 10.11 because Mr Olde (non-executive Director), Mr Armstrong (non-executive Chairman), Mr Seton (non-executive Director subject to Resolution 3.1 being passed) and Mr McDonald (non-executive Director subject to Resolution 3.2 being passed) are each a related party of the Company, as they are each a Director of the Company.

Shareholder Approval

Shareholder approval for the issue of Options the subject of Resolutions 4, 5, 6 and 7 is sought for the purposes of:

- (a) Chapter 2E of the Corporations Act – which governs the giving of financial benefits to "related parties", which includes directors of a company and individuals who are likely to become directors; and
- (b) ASX Listing Rule 10.11 – which generally provides that except in certain circumstances (which do not apply in the present case), a company listed on ASX cannot issue or grant securities to a related party, which includes future directors of a company which the company knows are likely to become a director, without prior shareholder approval.

As approval of Shareholders is being sought pursuant to ASX Listing Rule 10.11, under Listing Rule 7.2 Exception 14, Shareholder approval under Listing Rule 7.1 is not required.

Related Party Transaction

Chapter 2E of the Corporations Act prohibits a public company from giving a financial benefit to a related party of the public company unless either:

- (a) the giving of the financial benefit falls within one of the nominated exceptions to the provisions; or
- (b) prior shareholder approval is obtained for the giving of the financial benefit.

For the purposes of Chapter 2E, Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald are each a related party of the Company as they are Directors.

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Resolutions 4, 5, 6 and 7 provide for the grant of Options to a related party, which is a financial benefit requiring Shareholder approval in the absence of a specified exception applying.

For the purpose of Chapter 2E of the Corporations Act the following information is provided.

- (a) The related party to whom the proposed Resolution would permit the financial benefit to be given
 - a. If Resolution 4 is passed it will permit the giving of a financial benefit to Mr Quentin Olde (or his nominee).
 - b. If Resolution 5 is passed it will permit the giving of a financial benefit to Mr Robin Armstrong (or his nominee).
 - c. If Resolution 6 is passed it will permit the giving of a financial benefit to Mr John Seton (or his nominee).
 - d. If Resolution 7 is passed it will permit the giving of a financial benefit to Mr Tom McDonald (or his nominee).
- (b) The nature of the financial benefit
 - a. The proposed financial benefit to be given under Resolution 4 is the grant of up to 6,250,000 Options for no cash consideration to Mr Quentin Olde (or his nominee). The financial benefit will constitute part of Mr Olde's remuneration as a Director.
 - b. The proposed financial benefit to be given under Resolution 5 is the grant of up to 6,250,000 Options for no cash consideration to Mr Robin Armstrong (or his nominee). The financial benefit will constitute part of Mr Armstrong's remuneration as a Director.
 - c. The proposed financial benefit to be given under Resolution 6 is the grant of up to 6,250,000 Options for no cash consideration to Mr John Seton (or his nominee). The financial benefit will constitute part of Mr Seton's remuneration as a Director.
 - d. The proposed financial benefit to be given under Resolution 7 is the grant of up to 6,250,000 Options for no cash consideration to Mr Tom McDonald (or his nominee). The financial benefit will constitute part of Mr McDonald's remuneration as a Director.

The terms of the Options to be granted to Mr Quentin Olde (or his nominee), to Mr Robin Armstrong (or his nominee), Mr John Seton (or his nominee) and Mr Tom McDonald (or his nominee) are set out in Annexure 1. The exercise price of each Option is 2.5 cents and the expiry date is 30 November 2018.

(c) Directors recommendation and basis of financial benefit

The Board currently consists of Mr Bailey, Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald.

The number of Options to be granted to each of the Directors and the terms were negotiated by those Directors independent of each Resolution.

The purpose of the grant of the Options is to give Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald an incentive to provide dedicated and ongoing commitment and effort to the Company. Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald each abstain from making a recommendation to Shareholders as to the Resolutions as they each have an interest in the outcome of the Resolutions, being the recipients of the Options.

Mr Bailey (who is not being issued Options) recommends Shareholders vote in favour of each of Resolutions 4, 5, 6 and 7.

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(d) Dilution

The passing of Resolutions 4, 5, 6 and 7 would have the effect of granting 6,250,000 Options to Mr Quentin Olde (or his nominee), 6,250,000 Options to Robin Armstrong (or his nominee), 6,250,000 Options to Mr John Seton (or his nominee) and 6,250,000 Options to Tom McDonald (or his nominee) on the terms as set out in Annexure 1.

If any Options granted as proposed above are exercised, the effect would be to dilute the shareholding of existing Shareholders. The market price of the Company's Shares during the period of the Options will normally determine whether or not Option holders exercise the Options. At the time any Options are exercised and Shares are issued pursuant to the exercise of the Options, the Company's Shares may be valued at a price that is higher than the exercise price of the Options.

If all Options to be granted under Resolutions 4, 5, 6 and 7 were to be exercised (resulting in 25,000,000 new shares being issued), the effect would be to dilute the shareholding of existing Shareholders by approximately 3.00% on an undiluted basis and being based on the total number of Shares currently on issue of 842,775,340.

(e) Total remuneration Packages

The remuneration to be received by Mr Quentin Olde is A\$40,000 salary per annum under the terms of his engagement by the Company as a non-executive Director.

Mr Olde has a further relevant interest in securities as set out below.

The remuneration to be received by Mr Robin Armstrong is A\$50,000 salary per annum under the terms of his engagement by the Company as non-executive Chairman.

Mr Armstrong has no further relevant interest in securities.

The remuneration to be received by Mr John Seton is A\$40,000 salary per annum under the terms of his engagement by the Company as a non-executive Director.

Mr Seton has no further relevant interest in securities.

The remuneration to be received by Mr Tom McDonald is A\$40,000 salary per annum under the terms of his engagement by the Company as a non-executive Director.

Mr McDonald has a further relevant interest in securities as set out below.

(f) Existing relevant interests

At the date of this Notice, Mr Quentin Olde and Mr Tom McDonald have a relevant interest in the following securities of the Company:

Name	Ordinary Shares (Number)	Unlisted Options (Number)	Convertible Loans (\$)
Quentin Olde	18,750,000	9,375,000	Nil
Tom McDonald	Nil	Nil	30,000

(g) Trading History

The following table gives details of the highest, lowest and the latest closing price of the Company's Shares trading on the ASX over the last 12 months. Please note that until 29 March 2016, the Company's Securities were suspended from trading.

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	Date	Closing Price (Cents)
Highest	29/3/16	2.0
Lowest	23/6/16	0.7
Latest	19/10/16	1.1

(h) Valuation of Options

The Options granted to, Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald have been independently valued by reference to the Black and Scholes option pricing model based on the following assumptions:

Underlying share price:	A\$0.01 (being the closing price on 17 October 2016)
Exercise price:	A\$0.025
Term to maturity:	2 years
Risk-free interest rate:	2%
Underlying share volatility:	70%

Based on the assumptions, the Options have been valued at \$0.0015 per Option.

(i) Other Information

Apart from the matters disclosed in this Explanatory Memorandum and the Terms and Conditions in Annexure 1, the Directors are not aware of any other information that is reasonably required by Shareholders to allow them to make a decision as to whether it is in the best interests of the Company to pass Resolutions 4, 5, 6 and 7.

ASX Listing Rule 10.11

For the purposes of ASX Listing Rule 10.11, Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald are considered related parties of the Company.

Accordingly, in order to grant the Options to Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald (or their nominees), the Company must obtain Shareholder approval pursuant to ASX Listing Rule 10.11.

Approval pursuant to ASX Listing Rule 7.1 is not required in order to grant the Options to Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald as approval is being obtained under ASX Listing Rule 10.11. Shareholders should note that the grant of the Options to Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald will not be included in the 15% calculation for the purposes of ASX Listing Rule 7.1.

ASX Listing Rule 10.13 sets out a number of matters which must be included in the notice of meeting convened to consider shareholder approval under ASX Listing Rule 10.11.

For the purposes of ASX Listing Rule 10.13, the following information is provided to Shareholders in relation to the Resolution. This information is as follows:

- the Options will be granted to Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald (or their nominees).
- the maximum number of Options the Company will grant to Mr Quentin Olde (or his nominee) is 6,250,000 Options, Mr Robin Armstrong (or his nominee) is 6,250,000 Options, Mr John Seton is 6,250,000 Options and Mr Tom McDonald (or his nominee) is 6,250,000 Options.
- the Company will issue the Options the subject of Resolutions 4, 5, 6 and 7 as soon as practicable after the date of this meeting, but in any event no later than one (1) month after the date of this Meeting (or such later date to the extent permitted by any ASX waiver of the ASX Listing Rules).
- Mr Olde, Mr Armstrong, Mr Seton (subject to resolution 3.1 being approved) and Mr McDonald (subject to resolution 3.2 being approved) are Directors of the Company.

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- e. the Options will be granted to Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald (or their nominees) for nil cash consideration on the terms of the Options as set out in Annexure 1.
- f. there will be no funds raised from the issue of the Options to Mr Olde, Mr Armstrong, Mr Seton and Mr McDonald (or their nominees). Any funds raised upon exercise of any Options will be used for the ongoing working capital purposes of the Company.

Resolution 8 Increase in Directors' Fees

Clause 13.8 of the Company's constitution sets out the maximum aggregate remuneration that may be paid to Directors, which is currently \$156,000 per annum which may, pursuant to that clause, be varied by Shareholders in a general meeting. Listing Rule 10.17 also requires Shareholder approval prior to an increase in the total amount of fees payable to directors of the Company.

The current fee cap does not provide the flexibility to allow the Board to appoint a further non-executive Director for succession planning purposes at an appropriate time.

Resolution 8 seeks Shareholder approval to set the maximum aggregate remuneration that may be paid to Directors at \$200,000 per annum. The Board will decide from time to time the levels of remuneration that may be paid to Directors on an individual basis so the maximum aggregate amount may not be fully utilised.

Increasing the maximum amount of non-executive directors' remuneration payable will enhance the Board's ability to accommodate additional directors over time, in line with the company's growth objectives. It is not intended that the new maximum aggregate be used immediately.

The Directors consider that the proposed level of maximum aggregate remuneration is reasonable given the increase to the number of Directors, the skills and experience of the Directors and the planned future direction of the Company. It is also noted that there has been no change to the aggregate amount of remuneration that may be payable to directors in at least six years (noting that for five of those years the Company was suspended from trading on the ASX and effectively dormant).

Board recommendation

Each Director has an interest, either immediately or contingently, in Resolution 8 and refrains from making any recommendation as to how Shareholders should vote on Resolution 8.

Resolution 9 - Approval of Additional Placement Capacity

General

Under Listing Rule 7.1, subject to certain exceptions, a listed entity must not, without the approval of holders of ordinary securities, issue or agree to issue more Equity Securities than the number calculated according to the formula set out in that rule. The formula generally has the effect that, every listed entity has the ability (15% Placement Capacity) over any 12 month period to issue Equity Securities equal to 15% of its issued capital at the commencement of the 12 month period.

Under Listing Rule 7.1A, an "Eligible Entity" may also seek the approval of the holders of its ordinary securities by special resolution passed at an AGM to have an additional capacity (10% Placement Capacity) to issue Equity Securities under rule 7.1A. The exact formula for the 10% Placement Capacity is set out in Listing Rule 7.1A.2 and the approval period (10% Placement Period) to which it relates (generally 12 months) is set out in Listing Rule 7.1A.1 (refer below).

The ability to issue securities under Listing Rule 7.1A is in addition and separate to each listed entity's ability to issue securities under Listing Rule 7.1.

WSG is now seeking Shareholder approval to have the 10% Placement Capacity.

An "Eligible Entity" for the purposes of Listing Rule 7.1A is an entity which, as at the date of the relevant special resolution passed for the purposes of rule 7.1A, (excluding restricted securities and securities quoted on a deferred settlement basis) is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300 million or less. WSG is an Eligible Entity.

There are a number of other rules and conditions applicable to the approval and issue of equity securities under Listing Rule 7.1A, including:

- (a) that any Equity Securities issued under the 10% Placement Facility must be in the same class as an existing quoted class of Equity Securities of the Company;

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- (b) a limitation on the discount to prevailing market price at which they may be issued; and
- (c) additional disclosure requirements.

As at the date of the Notice, WSG has on issue two (2) classes of Equity Securities, being:

- Listed Shares; and
- Unlisted Options

Currently, the Company has on issue 842,775,340 fully paid ordinary Shares. The Company has the capacity over the course of the next 12 months to issue:

- 126,416,301 Securities under its 15% Placement Capacity; and
- 84,277,534 Shares under its 10% Placement Capacity,

without requiring further shareholder approval.

The Directors of the Company believe that Resolution 9 is in the best interests of the Company and unanimously recommend that Shareholders vote in favour of this Resolution. In particular, the ability of the Company to issue Shares under the 10% Placement Capacity will enable the Company to issue Shares at a discount to the then market price in circumstances where it might otherwise be subjected to the cost, delay and uncertainty of having to go back to Shareholders for approval. The additional flexibility and speed to conduct capital raising will better position the Company to pursue its interests in the prevailing difficult market conditions.

Formula for calculating the 10% Placement Capacity under Listing Rule 7.1A.2

Listing Rule 7.1A.2 provides that eligible entities which have obtained shareholder approval at an AGM may issue or agree to issue, during the 10% Placement Period, a number of Equity Securities calculated in accordance with the following formula:

$(A \times D) - E$

A is the number of fully paid shares on issue 12 months before the date of issue or agreement:

- plus the number of fully paid shares issued in the 12 months under an exception in Listing Rule 7.2;
- plus the number of partly paid shares that became fully paid in the 12 months;
- 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 (which does not include the 10% Placement Capacity);
- less the number of fully paid shares cancelled in the 12 months.

Note that A has the same meaning in Listing Rule 7.1 when calculating an entity's 15% Placement Capacity.

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 the issue or agreement to issue that are not issued with the approval of shareholders under Listing Rule 7.1 or 7.4.

10% Placement Period under Listing Rule 7.1A.1

Listing Rule 7.1A.1 provides that an approval under Listing Rule 7.1A must be for a period commencing on the date of the AGM at which the approval is obtained and expiring on the first to occur of the following:

- (a) the date that is 12 months after the date of that AGM; or
- (b) the date of the approval by holders of the Eligible Entity's ordinary securities of a transaction under rule 11.1.2 (proposed significant change to the nature or scale of its activities where ASX has required the entity to seek such approval) or rule 11.2 (disposal of main undertaking).

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Special Resolution

Resolution 9 will only be effective if it is passed as a special resolution which requires (amongst other matters) that it be passed by at least 75% of votes cast by members entitled to vote on the resolution.

Specific information required by Listing Rule 7.3A.

Pursuant to and in accordance with Listing Rule 7.3A, information is provided in relation to the approval of the 10% Placement Capacity as follows:

- (a) If the 10% Placement Capacity is used, Equity Securities may only be issued in reliance on the 10% Placement Capacity at an issue price of not less than 75% of the volume weighted average price for the Company's Equity Securities over the 15 Trading Days on which trades in that class were recorded immediately before:
 - (i) the date on which the price at which the Equity Securities are to be issued is agreed; or
 - (ii) if the Equity Securities are not issued within 5 Trading Days of the date in paragraph (i) above, the date on which the Equity Securities are issued.
- (b) If Resolution 9 is approved by Shareholders and the Company issues Equity Securities under the 10% Placement Facility, the existing Shareholders' voting power and economic interests in the Company could potentially be diluted as shown in the below table. There is a risk that:
 - (i) the market price for the Company's Equity Securities may be significantly lower on the date of the issue of the Equity Securities than on the date of the Meeting; and
 - (ii) the Equity Securities may be issued at a price that is at a discount to the market price for the Company's Equity Securities on the issue date, or the Equity Securities may be issued as part of the consideration for the acquisition of a new asset, which may have an effect on the amount of funds raised by the issue of the Equity Securities.

The table below shows:

- (i) the potential dilution of existing Shareholders assuming a share issue at the current market price of Shares and assuming the current number of ordinary securities for variable "A".
- (ii) two further examples where variable "A" has increased by 50% and 100%. Variable "A" is based on the number of ordinary securities the Company has on issue. The number of ordinary securities included in variable "A" may increase as a result of issues of ordinary securities that do not require Shareholder approval (for example, a pro rata entitlements issue or scrip issued under a takeover offer) or future specific placements under Listing Rule 7.1 that are approved at a future Shareholders' meeting; and
- (iii) two examples of where the issue price of ordinary securities has decreased by 50% and increased by 100% as against the current market price.

Shares on Issue		Dilution Table		
Variable A in Listing Rule 7.1A.2		\$0.005 50% decrease in Issue Price	\$0.01 Current Share Price	\$0.02 100% increase in Issue Price
Current Issued Shares 842,775,340	10% Voting Dilution	84,277,534 Shares	84,277,534 Shares	84,277,534 Shares
	Funds raised	\$421,388	\$842,776	\$1,685,552
50% increase in Issued Shares 1,264,163,010 Shares	10% Voting Dilution	126,416,301 Shares	126,416,301 Shares	126,416,301 Shares
	Funds raised	\$632,082	\$1,264,163	\$2,528,328
100% increase in Issued Shares 1,685,550,680 Shares*	10% Voting Dilution	168,555,068 Shares	168,555,068 Shares	168,555,068 Shares
	Funds raised	\$842,775	\$1,685,550	\$3,371,100

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* The number of Shares on issue could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro rata rights issue or shares issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1

The following assumptions were made when preparing the dilution table:

1. There are currently **842,775,340** Shares on issue as at the date of this Notice of Meeting;
 2. The Company issues the maximum number of Equity Securities available under the 10% Placement Capacity;
 3. None of the Unlisted Options, Performance Shares and/or Rights are exercised into Shares before the date of the issue of the Equity Securities;
 4. The Company has not issued any Shares in the 12 months prior to this Annual General Meeting that were not issued under an exception in ASX Listing Rule 7.2 or with approval under ASX Listing Rule 7.1;
 5. 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%;
 6. The table does not show the dilution affect that may be caused to a particular Shareholder;
 7. The table only shows the effect of issues of Equity Securities under Listing Rule 7.1A not under the 15% Placement Capacity under Listing Rule 7.1;
 8. The issue of Equity Securities under the 10% Placement Capacity consists only of Shares; and
 9. The issue price of \$0.01 is the closing price of the Shares on the ASX as at 17 October 2016.
- (c) The Company will only issue the Equity Securities under the 10% Placement Facility approved (if approved) at the 2016 AGM during the 10% Placement Period. The approval under Resolution 9 for the issue of the Equity Securities 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).
- (d) The Company may seek to issue Shares under ASX Listing Rule 7.1A for the following purposes:
1. Growing the rental book;
 2. Creation of new distribution lines;
 3. Development costs associated with new technology advancements that the Company may decide to be associated with;
 4. Potential acquisition of new assets and investments by either or both of the following:
 - (a) Cash consideration; and
 - (b) Non-cash consideration, if this was the purpose; the Company would provide a valuation of the non-cash consideration as required by ASX Listing Rule 7.1A.3.
 5. For ongoing future working capital purposes
- The cash issue price or the value of any non-cash consideration will comply with the disclosure obligations under Listing Rules 7.1A(4) and 3.10.5A upon the issue of any Equity Securities under the 10% Placement Facility.
- (e) The Company's allocation policy is dependent on the prevailing market conditions at the time of any proposed issue pursuant to the 10% Placement Capacity but may include a placement to selected existing Shareholders, a cornerstone investor or several "new" professional/sophisticated investors not currently on the Company's register.

The identity of the subscribers under the 10% Placement will be determined on a case-by-case basis having regard to factors including but not limited to the following:

- The purpose of the issue;
- The methods of raising funds that are available to the Company including but not limited to, rights issue or other issue in which existing Shareholders can participate;
- The effect of the issue of the Equity Securities on the control of the Company;
- The financial situation and solvency of the Company; and
- Advice from corporate, financial and broking advisors

The subscribers under the 10% Placement are not known as at the date of finalisation of this Notice of Meeting but may include existing substantial shareholders and/or new shareholders who are not related parties or Associates of a related party of the Company. Further, if the Company is successful in acquiring new resource assets or investments, it is likely that the subscribers under the 10% Placement will be the vendors of the new resource assets or investments.

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- (f) The Company has not previously obtained Shareholder approval under Listing Rule 7.1A and in accordance with Listing Rule 7.3A.6, WSG confirms that no Equity Securities have been issued under the 10% Placement Capacity.

The number of Shares issued under Listing Rule 7.1 in the past 12 months is set out in Schedule 1. 804,329,000 Shares in total were issued during the 12 month period representing 2,092% of the Shares on issue at the start of the 12 Month Period.

- (g) At the date of the Notice, the Company has not approached any particular existing Shareholder or security holder or an identifiable class of existing security holder to participate in the issue of the Equity Securities utilising this 10% Placement Facility following the 2016 Annual General Meeting. No existing Shareholder's votes will therefore be excluded under the voting at the Meeting.
- (h) The Chairman intends to vote all available proxies in favour of Resolution 9 as approval of Resolution 9 will provide the Company with the flexibility to raise capital quickly if advantageous terms are available.

Board recommendation

The directors unanimously support the approval of additional placement capacity.

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SCHEDULE 1 – EQUITY ISSUES SINCE NOVEMBER 2015

CASH ISSUE

Date of Issue	Number of Securities Issued	Security Class	Issue Price	Discount to Market Price	Form of Consideration	Persons Receiving Securities
ISSUE 1						
18 March 2016	100,000,000	Ordinary Shares	\$0.02	Nil	Cash	General Public
<p>Purpose of Issue: Compliance Prospectus issued for the purposes of satisfying the ASX requirements of Chapters 1 and 2 for re-listing following a change to the nature of the Company's activities.</p> <p>Funds raised and spent = \$2,000,000 and fully spent.</p> <p>Use of Funds – Business Acquisitions, repayment of debt, general working capital .</p>						

NON-CASH ISSUES

Date of Issue	Number of Securities Issued	Security Class	Issue Price	Discount to Market Price	Form of Consideration	Persons Receiving Securities
ISSUE 1						
18 March 2016	404,329,000	Ordinary Shares	Deemed \$0.02	Nil	Non-Cash	Vendors of WolfStrike Rental Services Ltd; WolfStrike Distributors Ltd; and WolfStrike Distributors Pty Ltd
<p>Purpose of Issue: Consideration for the acquisition of 100% of the issued capital of the three (3) entities listed above as part of the ASX re-admission and in accordance with Sale and Purchase Agreements.</p> <p>Market value of non-cash consideration as at 18 October 2016: \$4,043,290</p>						
ISSUE 2						
18 March 2016	50,000,000	Ordinary Shares	Deemed \$0.02	Nil	Non-Cash	YNWA Nominees Pty Ltd
<p>Purpose of Issue: Remuneration to Advisor/Promoter for corporate restructure and acquisition work associated with re-admission.</p> <p>Market value of non-cash consideration as at 18 October 2016: \$500,000</p>						
Date of Issue	Number of Securities Issued	Security Class	Issue Price	Discount to Market Price	Form of Consideration	Persons Receiving Securities
ISSUE 3						
18 March 2016	125,000,000	Ordinary Shares	Nil	Nil	Non-Cash	Sophisticated and private investors
<p>Purpose of Issue: On conversion of Convertible Notes, Noteholders are entitled to be issued one (1) Bonus Share for every one (1) Share received by the Noteholder.</p> <p>Market value of non-cash consideration as at 18 October 2016: \$1,250,000</p>						

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Date of Issue	Number of Securities Issued	Security Class	Issue Price	Discount to Market Price	Form of Consideration	Persons Receiving Securities
ISSUE 4						
18 March 2016	125,000,000	Ordinary Shares	Deemed \$0.016	Nil	Cash	Sophisticated and private investors
Purpose of Issue: Conversion of Convertible Notes in accordance with ASX conditional re-listing letter. Market value of non-cash consideration as at 18 October 2016: \$1,250,000						
ISSUE 5						
18 March 2016	125,000,000	Unlisted Options	Nil	Nil	Non-Cash	Sophisticated and private investors
Purpose of Issue: On conversion of Convertible Notes, Noteholders are entitled to be issued one (1) free attaching Unlisted Option for every one (1) Share received by the Noteholder. Market value of non-cash consideration as at 18 October 2016 is nil as there is no current market for the Unlisted Options.						

Notes

1. Market Price means the closing price on ASX (excluding special crossings, overnight sales and exchange traded option exercises) as at 17 October 2016. For the purposes of this table the discount is calculated on the Market Price on the last trading day on which a sale was recorded prior to the date of issue of the relevant Equity Securities.
2. Class means fully paid Ordinary Shares in the capital of WolfStrike Rentals Group Limited, ASX Code: WSG (terms are set out in the Constitution).
3. In respect to the current value of quoted Equity Securities the value is based on the closing price of the Shares as the context requires on the ASX on the trading day prior to the date of this Notice of Meeting.
4. The Proposed Use of Remaining Funds is a statement of current intentions as at the date of this Notice. As with any budget, outside events and new circumstances can arise that have the potential to affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way funds are applied.

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GLOSSARY

Term	Meaning
Annual General Meeting, AGM or Meeting	The annual general meeting of the Company notified to Shareholders By this Notice of Meeting
ASX	ASX Limited (ABN 98 008 624 691) or the financial market conducted by it (the Australian Securities Exchange), as the context requires.
ASX Listing Rule	The official listing rules of ASX, as amended or waived from time to time.
Board	The board of Directors of the Company.
Chairman	The chairman of the AGM appointed in accordance with the Constitution.
Closely related party	Closely related party of a member of the key management personnel means: <ul style="list-style-type: none"> • a spouse or child of the member; or • a child of the member's spouse; or • a dependant of the member or of the member's spouse; or • anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealings with the Company; or • a company that the member controls; or • a person prescribed by the Corporation Regulations 2001 (Cth).
Company	WolfStrike Rentals Group Limited
Constitution	The constitution of the Company
Corporations Act	Corporations Act 2001 (Cth).
Director	A director of the Company.
Director Options	Has the meaning given to this term on page 7 of this Notice of Meeting
Eligible Entity	Has the meaning given to that term in the ASX Listing Rules.
Equity securities	Has the meaning given to that term in the ASX Listing Rules.
Explanatory Notes	The explanatory notes enclosed with and forming part of this Notice.
KMP	Means key management personnel, and has the same meaning as given to that term in the accounting standards. The term broadly includes those persons with the authority and responsibility for planning, directing and controlling the activities of the Company (whether directly or indirectly), and includes any Director of the Company.
Notice of Meeting or Notice	This notice of meeting incorporating the Explanatory Notes and the Proxy Form
Option	An option to subscribe for a Share in the Company.
Proxy Form	The proxy form enclosed with and forming part of this Notice.
Remuneration report	The remuneration report set out in the Company's 2016 Annual Report for the period 1 July 2015 to 30 June 2016.
Resolution	A resolution referred to in this Notice.
Share	A fully paid ordinary share in the capital of the Company.
Shareholder	A registered holder of a Share in the capital of the Company.
\$	A reference to "\$" is to Australian currency.

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ANNEXURE 1 – TERMS OF OPTIONS

The options are issued in accordance with the following terms and conditions:

1. Each Option entitles the registered Option holder to acquire one (1) ordinary share in the Company at the exercise price of \$0.025 per share;
2. The Options may be exercised within twenty four (24) months after the date of issue.
3. The Options are exercisable by the registered option holder giving notice in writing to the Company, accompanied by payment of the exercise price for each share to be issued.
4. Options are not transferable and will not be quoted on the ASX. If the Company's ordinary shares have been admitted to quotation by the ASX then the Company must apply to the ASX within ten (10) business days after the date of issue of any shares issued upon exercise of the Options, for such shares to be admitted to quotation.
5. All shares issued on the exercise of the Options will rank equally with all existing ordinary shares in the capital of the Company.
6. If, prior to the expiry of the Options, there is a reorganisation of the issued capital of the Company then the rights of an Option holder will be changed to the extent necessary in order to comply with the Listing Rules applying to a reorganisation of capital, as are applicable at the time of the reorganisation.
7. An Option holder may only participate in new issues of securities to holders of ordinary shares in the Company to the extent the Option has been exercised and the shares allotted in respect of the Option before the record date for determining entitlements to the issue. The Company must give reasonable notice to the Option holder of any new issue before the record date for determining entitlements to that issue in accordance with the Listing Rules.
8. If, after the vesting period of the Option but before the end of the Option period the Company gives holders of ordinary shares the right (pro rata with existing shareholdings) to subscribe for additional securities, the exercise price of an Option after the issue of those securities is adjusted in accordance with the following formula:

$$O^1 = O - \frac{E [P - (S + D)]}{N + 1}$$

Where:

O^1 = the new exercise price of the Option

O = the old exercise price of the Option

E = the number of underlying securities into which one Option is exercisable

P = the average market price per share (weighted by reference to volume) of the underlying securities during the 5 trading days ending on the day before the ex rights date or ex entitlements date

S = the subscription price for a security under the pro rata issue

D = the dividend due but not yet paid on the existing underlying securities (except those to be issued under the pro rata issue)

N = the number of securities with rights or entitlements required to be held to receive a right to one new security

9. If the Company makes a bonus issue of shares pro rata to holders of ordinary shares, the number of shares over which an Option is exercisable will be increased by the number of shares which the holder would have received if the Option had been exercised before the record date for the bonus issue.

The parties agree that, in so far as the Listing Rules are applicable to the Options, the parties shall do all acts, matters and things necessary to comply with the Listing Rules in respect of the treatment of the Options and the rights of the Option holder.

**APPOINTMENT OF PROXY
WOLFSTRIKE RENTALS GROUP LIMITED
ACN 107 745 095**

ANNUAL GENERAL MEETING PROXY FORM

Member Details

Name:

Address:

Contact Telephone No:

Appointment of Proxy

I/We being a Member/s of WolfStrike Rentals Group Limited and entitled to attend and vote hereby appoint

☐

Chairman of the Meeting

OR

Ω

Include Name of Appointed Proxy Below

Or failing the person named, or if no person is named, the Chairman of the Meeting, as my/our proxy to attend and act generally at the Annual General Meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of WolfStrike Rentals Group Limited to be held at the offices of William Buck Chartered Accountants at Level 29, 66 Goulburn Street, Sydney NSW 2000 on Wednesday, 30 November 2016, at 10.00am (AEDT) and at any adjournment of that meeting.

CHAIR'S VOTING INTENTION IN RELATION TO UNDIRECTED PROXIES

The Chair intends to vote undirected proxies in favour of all Resolutions. In exceptional circumstances the Chair may change his/her voting intention on any Resolution. In the event this occurs an ASX announcement will be made immediately disclosing the reasons for the change.

Voting on business of the Meeting		FOR	AGAINST	ABSTAIN
Non-Binding Resolution				
Resolution 1	Adoption of 2016 Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ordinary Resolutions				
Resolution 2	Re-election of Director Retiring by Rotation - Mr Robin Armstrong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Directors			
Resolution 3.1	Resolution 3.1 Mr John Seton	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3.2	Resolution 3.2 Mr Tom McDonald	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Approval to issue Unlisted Options to Mr Olde	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Approval to issue Unlisted Options to Mr Armstrong	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Approval to issue Unlisted Options to Mr Seton	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Approval to issue Unlisted Options to Mr McDonald	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Increase in Directors' Fees	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolution				
Resolution 9	Approval of Additional 10% Placement Capacity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please Note: By marking the Abstain box for any of the Resolutions 1 to 9 you are directing the 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 _____ %

PLEASE SIGN HERE

Individual or Member 1

Sole Director and
Sole Company Secretary

Member 2

Director

Member 3

Director/Company Secretary