

EASTERN STAR GAS LIMITED
ACN 094 269 780
NOTICE OF ANNUAL GENERAL MEETING

The Annual General Meeting of shareholders of Eastern Star Gas Limited (**Company**) will be held in **The Metcalfe Auditorium at the State Library of New South Wales, Macquarie Street, Sydney**, on **10 November 2010 at 11:00 am (NSW Standard Time)**.

BUSINESS

FINANCIAL, DIRECTORS' AND AUDITOR'S REPORTS

To receive and consider the Financial Report of the Company, the Directors' Report and the Auditors' Report for the financial year ended 30 June 2010 in accordance with Section 317 of the Corporations Act 2001.

A copy of the 2010 Annual Report may be obtained from the Company's website www.easternstar.com.au

ORDINARY RESOLUTIONS

To consider and, if thought fit, to pass the following ordinary resolutions:

1. Resolution 1: Adoption of the Remuneration Report

"That the Remuneration Report contained in the Directors' Report of the 2010 Annual Report be adopted."

2. Resolution 2: Election of Peter Lansom as a Director

"That Peter Lansom who retires according to the Constitution of the Company and who being eligible offers himself for re-election, be and is hereby re-elected as a Director."

3. Resolution 3: Election of Alexander Sundich as a Director

"That Alexander Sundich who retires according to the Constitution of the Company and who being eligible offers himself for re-election, be and is hereby re-elected as a Director."

4. Resolution 4: Adoption of Employee Incentive Plan

"That the Eastern Star Employee Incentive Plan (**Plan**) marked with the letter "A" and signed by the Chairman for the purposes of identification and tabled at the meeting, be approved and adopted by the Company and that approval be given in accordance with Listing Rule 7.2 Exception 9(b) for the issue of securities from time to time under the Plan as an exception to the rule in Listing Rule 7.1."

5. Resolution 5: Ratification of issue of Shares to Mr David Casey

“To ratify, so far as is necessary, the issue of 625,000 shares in the Company to Mr David Casey, Managing Director of the Company on 19 August 2009.”

6. Resolution 6: Increase of fees payable to Non-executive Directors

“For the purpose of clause 50.1 of the Company's Constitution and Listing Rule 10.17, the Company fix \$500,000 per year, inclusive of superannuation, as the maximum directors fees payable to non-executive Directors, such amount to be divided among the non-executive Directors in such proportion and manner as the Board may determine from time to time.”

Voting Restrictions on the Resolutions

Resolution 4

In accordance with Listing Rules 7.2 Exception 9(b) and 14.11 of ASX, the Company will disregard any votes cast on Resolution 4 by:

- a Director of the Company; and
- any associate of such person.

Resolution 5

The Company will disregard any votes cast on Resolution 5 by:

- Mr David Casey; and
- any associate of Mr David Casey.

Resolution 6

In accordance with Listing Rule 10.17.1 of ASX, the Company will disregard any votes cast on Resolution 6 by:

- a Director of the Company; and
- any associate of such person.

However, with respect to Resolutions 4, 5 and 6, the Company will not disregard a vote if it is cast by:

- a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- the person chairing the meeting as a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

How to Vote

The Directors encourage you, to vote on the resolutions contained in this notice, by either attending the meeting in person, or appointing a proxy or proxies to attend on your behalf. A

body corporate may appoint a representative to attend in accordance with the Corporations Act 2001. An executed notice evidencing the appointment of the person attending is required when registering at the Annual General Meeting.

In relation to the appointment of proxies, refer to the notes on the Proxy Form.

TO BE VALID, A PROXY FORM (ENCLOSED) FOR USE AT THE MEETING MUST BE COMPLETED AND RETURNED TO THE SHARE REGISTRY NO LATER THAN 11:00 AM NSW STANDARD TIME ON 8 NOVEMBER 2010 (AS SET OUT IN THE PROXY FORM).

Alternatively, you can cast your vote online before 11:00am (NSW Standard Time) on 8 November 2010 by following the instructions on the Proxy Form.

Entitlement to Vote

For the purpose of the meeting, and in accordance with regulation 7.11.37 of the Corporations Regulations 2001, it has been determined that shares in the Company will be taken to be held by the persons who are registered holders as at 11:00pm (NSW Standard Time) on 8 November 2010. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

Dated this 8th day of October 2010

By Order of the Board of Directors of the Company

A handwritten signature in black ink, appearing to read 'I Kirkham', written in a cursive style.

**Ian Kirkham
Company Secretary**

EXPLANATORY STATEMENT

Receipt of Financial, Directors' and Auditors' Reports

The first item of business deals with the Financial Report of the Company, the Directors' Report and the Auditors' Report for the financial year ended 30 June 2010. Shareholders are invited to consider these reports and seek explanations, if required, from the Directors when the reports are presented to the meeting. No resolution is required on these reports. The reports are only required to be laid at the meeting in accordance with Section 317 of the Corporations Act 2001 (**Act**).

Resolution 1 - Adoption of the Remuneration Report

The Remuneration Report contained in the Directors' Report of the Annual Report must be put to the vote for its adoption in accordance with Section 250R(2) of the Act. The vote on this resolution is advisory only and does not bind the Directors or the Company. Shareholders will be given a reasonable opportunity at the meeting to ask questions about, or make comments on, the Remuneration Report.

Directors' Recommendation

The Board recommends Shareholders vote in favour of this non-binding Ordinary Resolution.

Resolutions 2 and 3 - Election of Peter Lansom and Alexander Sundich

Under the Constitution of the Company, any Director who has been appointed since the last annual general meeting, one third of the Directors, and any Director for whom that annual general meeting would be his third annual general meeting or who has been in office for three years since his last appointment, automatically retires and if eligible may stand for re-election. Both of Peter Lansom and Alexander Sundich retire at the Annual General Meeting and offer themselves for re-election. The qualifications and experience of Peter Lansom and Alexander Sundich are set out below.

Mr Peter Lansom

First Appointed on 10 September 2007

Peter Lansom joined the Company in 2007 and was appointed as the Company's Executive Director of Operations in Oct 2008.

Peter Lansom holds an Honours degree in Petroleum Engineering from the University of New South Wales and has over 22 years experience in conventional and coal seam gas exploration and development.

His significant expertise covers well intervention and stimulation, reservoir modelling, field development planning and optimisation and asset valuations in both conventional hydrocarbon and CSG.

Peter Lansom has worked with two of Australia's largest onshore operators, Santos Ltd and Origin Energy Ltd, where he held the key management position of Chief Petroleum Engineer. In this role his focus was on the exploration, appraisal and development of Origin's extensive Queensland coal seam gas assets.

Since joining the Company, Peter Lansom has been responsible for the implementation of the Company's innovative and extremely successful lateral drilling program and overseen the field activities which have resulted in successive Reserve and Resource upgrades.

Mr Alexander Sundich

First Appointed on 20 September 2007

Alex Sundich joined the Company in 2007 and is Chairman of the Audit and Risk Committee and a member of the Remuneration Committee and Nomination Committee.

Alex Sundich has over 20 years' experience in the financial services industry and is a Fellow of the Financial Services Institute of Australia, a Member of the Institute of Chartered Accountants in Australia and a Member of the Australian Institute of Company Directors.

Alex Sundich is an Executive Director of Harvest Capital Partners, an investment firm that he co-founded in 2008. From 2003 to 2008, he held senior management positions within the funds management industry. Prior to that, Alex Sundich was an investment banker providing advice to corporate clients on merger and acquisition transactions and debt and equity capital raisings, with a particular focus on the oil, gas and mining industries. Alex Sundich worked with Goldman Sachs and Credit Suisse First Boston during this period which included six years working in New York. He is also a non-executive Director of Ellex Medical Lasers Limited, an ASX listed manufacturer of medical equipment.

Directors' Recommendation

The Board (with Peter Lansom abstaining in respect of Resolution 2 and Alexander Sundich abstaining in respect of Resolution 3) recommends Shareholders vote in favour of both Resolutions 2 and 3.

Resolution 4 - Adoption of Employee Incentive Plan

To attract, motivate and retain key employees, officers and contractors, the Company has in place an employee incentive scheme known as the Eastern Star Employee Incentive Plan (**Plan**) which was approved by shareholders at the annual general meeting held on 30 November 2004 and subsequently at the annual general meeting held on 30 November 2007. The Plan gave Eligible Persons (as defined below) an opportunity to participate in the equity of the Company. Since the Plan was last approved at the annual general meeting in 2007, the Company has issued 15,250,000 fully paid ordinary shares against total loans of \$7,746,000 under the Plan.

In accordance with the Listing Rules of ASX Limited (**ASX**), after 30 November 2010 the Company cannot rely on Listing Rule 7.2 Exception 9 to issue equity securities to Eligible Persons under the Plan by way of exception to Listing Rule 7.1.

Listing Rule 7.1 of the ASX effectively limits the number of ordinary shares the Company may issue without the approval of its shareholders to 15% of issued capital unless the issue can be brought within one of the exceptions set out in Listing Rule 7.2. Listing Rule 7.2 Exception 9 permits issues under an employee incentive scheme if within three years before the date of issue the scheme has been approved by shareholders.

If Resolution 4 is passed at the Annual General Meeting, the Directors may continue to issue securities under the Plan under Listing Rule 7.2 Exception 9(b) until 10 November 2013.

The Rules for the Plan are summarised in the following paragraphs:-

1. The Plan will be open to full time or part time employees, contractors, Directors and officers of the Company or a controlled entity of the Company ("**Eligible Persons**").

2. Under the Plan, the Directors at their discretion may offer ordinary fully paid shares in the Company or options to acquire ordinary fully paid shares in the Company to Eligible Persons. However, approval of shareholders under Listing Rule 10.14 will still be required each time the Company proposes to issue Shares and/or Options under the Plan to a Director, or to anyone whose relationship with the Company is such that the ASX considers approval is necessary. There is provision under the Plan for the Company to buy Shares on market as an alternative. Listing Rule 10.14 does not apply where securities are purchased on market on behalf of employees or Directors, in accordance with the Plan.
3. The shares issued under the Plan have the same rights as other ordinary fully paid shares in the Company subject to restrictions on transfer, which apply where a loan made by the Company remains unpaid or if the Shares are issued subject to a Qualifying Period (as defined below).
4. The subscription price for shares will be the Market Value of the shares on the day of offer i.e. the weighted average of the prices at which the shares were traded in the five business days prior to the offer (**Market Value**).
5. The Company at the time of making an offer to purchase shares may also provide an interest free loan to assist with purchase of those shares. Unless otherwise specified in the offer document the terms of the loan will be as follows:
 - the loan will be interest free and for a term of 5 years;
 - if a disqualifying event (as defined in the Plan rules) occurs, the Company may sell the shares and after costs apply the sale proceeds to repay the outstanding amounts of the loan. If there is a shortfall between the loan amount still owing and the sale price, the employee will not be required to make good the shortfall. If there is a surplus after the sale of the shares the employee is only entitled to the surplus if the Qualifying Period described in paragraph 7 below has expired; and
 - if at the expiry of a loan term, a plan participant does not repay the loan, the Company may sell the shares and after costs, repay the loan. Any surplus will be repaid to the participant. No shortfall between the sale price and the loan amount will be recoverable from the participant.
6. While an offer to take up shares under the Plan will be at Market Value the incentive for employees to accept the offer is the granting of an interest free loan to fund all or part of the purchase price.
7. In certain circumstances the Directors may specify in an offer to an Eligible Person that the Eligible Person may not transfer shares for a certain period of time (**Qualifying Period**). Where the Company issues shares under the Plan and there is a loan granted to purchase those shares, the Company retains a lien over the shares until such time as the loan is repaid in full.
8. Options offered under the Plan are issued free. Options will be exercisable at the price specified in the offer. However, the exercise price will be not less than 20 cents per share or the Market Value of a share at the time of offer of the option. The term of any option cannot be more than 5 years.

9. Options cannot be exercised in any Qualifying Period specified in the offer or in certain circumstances (e.g. the participant ceases to be employed by the Company).
10. The total number of shares issued and under option pursuant to the Plan or any other employee share scheme of the Company in respect of shares or grant of options over a period of 5 consecutive years will not exceed 5% of the total issued shares of the Company, however the 5% limit shall exclude expired or renounced options.
11. Options issued under the Plan will not be listed for quotation on any stock exchange.
12. In the event of a reconstruction of the Company's issued capital, the number of options will be reconstructed in a manner so as to ensure that option holders did not receive a benefit, which is not also received by shareholders of the Company and in accordance with the Listing Rules.
13. In the event of a takeover offer for shares in the Company, the Company will use its reasonable endeavours to procure that an offer or invitation is also made to option holders. If this cannot be procured, then option holders will have the right to exercise their options irrespective of any qualifying period or other limitations.
14. An option holder cannot participate in new issues of securities of the Company without first exercising the option.
15. By accepting an offer of shares or options in accordance with the Plan, a participant agrees to be bound by the Rules or other conditions contained in the offer document.
16. The Plan Rules must comply with the requirements under the Listing Rules of ASX and the Act from time to time.
17. Any amendment to the Plan Rules will also be subject to the requirements of the Listing Rules of ASX and the Act from time to time.
18. The Plan may only be amended by a resolution of the shareholders of the Company.

The detailed Rules of the Plan may be inspected during normal business hours at the registered office of the Company by prior appointment with the Company Secretary.

Voting restrictions in respect of this resolution are set out in the notice of meeting, which this explanatory statement accompanies.

Directors' Recommendation

The Board recommends Shareholders vote in favour of this Ordinary Resolution.

Resolution 5 - Ratification of issue of Shares to Mr David Casey

Background

On 19 November 2008 the Company in general meeting passed a Resolution authorising an issue of 1,250,000 fully paid ordinary shares in the Company to Mr David Casey, at an issue price of \$0.45 per share, under the Plan adopted by shareholders at the 2007 annual general meeting.

In explanation of the approval of the issue of shares, it was stated that:

"Half the shares will vest if 400 PJs of 2P gas reserves are certified by 31 January 2009 and the remainder will vest if 600 PJs of 2P gas reserves are certified by 31 December 2009."

Subsequently, directors in the remuneration report contained in the Company's 2009 annual report stated that:

"Directors had used their discretion under the plan rules to vest Tranche 1 shares (being the first tranche of 625,000 shares subject to the 400 PJs of 2P gas reserves resting requirement) on the basis that Tranche 1 vesting requirements were subsequently met (with 83% of reserves target achieved), the ultimate Tranche 2 total was met (this was a total of 600 PJs of 2P gas reserves certified by 31 December 2009) and the significant contribution of the Managing Director and the strong performance of the Company during the period."

A decision to recommend the exercise of the discretion was made at a meeting of the Remuneration and Nomination Committee of the Company on 28 August 2009. Following that, the Board resolved to approve the vesting of Mr Casey's shares at its meeting held on 7 September 2009.

In exercising that discretion, the Board took account of the fact that by 30 June 2009 reserves had increased to 602 PJs meeting the hurdle for Tranche 2. It is also noteworthy that by the 31 December 2009 deadline for the Tranche 2 reserves, the 2P reserves had in fact grown to 1520PJ, more than twice the required target.

At the Company's AGM on 25 November 2009, the remuneration report which included the information above in respect to the share vesting for Mr Casey was adopted by shareholders.

Ratification of shares issue

Since then, the ASX has advised the Company that it considers the issuing of the Tranche 1 shares is not in accordance with Listing Rule requirements. Whilst the Company has legal advice to the contrary, directors have determined that fairness and good governance dictates the matter should be put back to shareholders for ratification. Consequently shareholders are asked to ratify the issue of Tranche 1 shares to Mr David Casey. Directors maintain their position that Mr Casey's performance more than warrants the issue of the Tranche 1 shares.

Should the ratification not occur, the directors will cancel the shares issued to Mr David Casey and will recompense Mr David Casey for his performance by putting him in a commensurate financial position to that which he enjoyed by virtue of the Tranche 1 share issue. Directors have not yet determined how to effect this recompense of Mr Casey should the share issue not be ratified.

Voting restrictions in respect of this resolution are set out in the notice of meeting, which this explanatory statement accompanies.

Directors' Recommendation

The Board (with Mr David Casey abstaining) recommends Shareholders vote in favour of this Ordinary Resolution.

Resolution 6 - Increase of fees payable to Non-executive Directors

Under clause 50.1 of the Company's Constitution, the Company may not pay non-executive Directors more than any amount fixed by the Company in general meeting. Under Listing Rule 10.17, shareholder approval is required to increase the total amount of directors fees payable to non-executive Directors.

The current maximum amount payable to non-executive directors is \$300,000 per year and was set at the 2007 Annual General Meeting. Resolution 6 seeks approval to increase the amount payable by \$200,000 to a maximum total of \$500,000 per year, inclusive of superannuation. This represents a 66.67% increase over the previous cap in an environment where the Company is experiencing rapid growth in the size and complexity of its business.

As set out in the Remuneration Report on page 29 of the Company's 2010 Annual Report, other than the Chairman, each non-executive Director is currently paid a base fee of \$60,000 per year plus 9% super (\$5,400) per year out of the existing cap on fees. The Chairman's base fee out of the cap is \$115,000 per year plus 9% super (\$10,350) per year. As set out on page 30 of the 2010 Annual Report, the aggregate amount payable to non-executive directors in the last financial year was \$249,779 (excluding super) and \$268,942 (including super). With 4 non-executive directors, the Company is therefore rapidly approaching the existing annual remuneration cap.

If Resolution 6 is approved, it is not intended to increase non-executive Director base fees in this calendar year. The increase is sought to:

- ensure the Company can pay its existing non-executive Directors fees that are commensurate with their responsibilities and that are comparable to and competitive with such fees paid to directors in peer companies';
- give the Company the flexibility in the future to:
 - increase fees payable to existing non-executive Directors so as to retain their skills and experience in increasingly competitive markets for such skills and experience and in an environment where their responsibilities increase commensurately with the growth in size and complexity of the Company's business; and
 - pay for additional roles or responsibilities assumed by particular non-executive Directors from time to time that are over and above those assumed by the other non-executive Directors; and
- enable the Company to attract and recruit additional and suitably qualified non-executive directors to complement or replace existing non-executive Directors from time to time as the Company pursues its commercialisation strategy or as existing Directors retire.

Voting restrictions in respect of this resolution are set out in the notice of meeting, which this explanatory statement accompanies.

Directors' Recommendation

As the non-executive Directors have a personal interest in the outcome of Resolution 6 and the Executive Directors consider it would not be appropriate for them to make a recommendation, the Directors make no recommendation as to how shareholders should vote on Resolution 6. Shareholders should judge for themselves whether or not the increase in the cap on non-executive Directors fees should be approved.



FOR ALL ENQUIRIES CALL:
(within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

FACSIMILE
+61 2 9290 9655

ALL CORRESPONDENCE TO:
Registries Limited
GPO Box 3993
Sydney NSW 2001
Australia



Your Address

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction on the form. Securityholders sponsored by a broker should advise your broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

YOUR VOTE IS IMPORTANT

FOR YOUR VOTE TO BE EFFECTIVE IT MUST BE RECORDED BEFORE 11.00AM
MONDAY 8 NOVEMBER 2010

TO VOTE ONLINE

<HIN/SRN>



STEP 1 : VISIT ##

STEP 2: Enter your holding/Investment type

STEP 3: Enter your SRN/HIN and VAC: <VAC NUMBER>

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 Appointment of Proxy

Indicate here who you want to appoint as your Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chairman of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a security holder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

Appointment of a Second Proxy

You are entitled to appoint up to two 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 securities registry or you may copy this form.

To appoint a second proxy you must:

- complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the number of securities 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.
- return both forms together in the same envelope.

STEP 2 Voting Directions to your Proxy

You can tell your Proxy how to vote.

To direct your proxy how to vote, place a mark in one of the boxes opposite each item of business. All your securities 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 securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, 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.

STEP 3 Sign the Form

The form **must** be signed

In the spaces provided you must sign this form as follows:

Individual: This form is to be signed by the securityholder.

Joint Holding: where the holding is in more than one name, all the securityholders must sign.

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below not later than 48 hours before the commencement of the meeting at 11.00am on Wednesday, 10 November 2010. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxies may be lodged using the reply paid envelope or:

BY MAIL - Share Registry – Registries Limited, GPO Box 3993, Sydney NSW 2001 Australia

BY FAX - + 61 2 9290 9655

IN PERSON - Share Registry – Registries Limited, Level 7, 207 Kent Street, Sydney NSW 2000 Australia

Vote online at:

##

or turnover to complete the Form →

Eastern Star Gas Ltd

<Co Name>
 <Address 1>
 <Address 2>
 <Address 3>
 <Address 4>
 <Address 5>

<BARCODE>

STEP 1 - Appointment of Proxy

I/We being a member/s of **Eastern Star Gas Limited** and entitled to attend and vote hereby appoint

the Chairman of the Meeting (mark with an 'X') **OR**

If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered Securityholder) you are appointing as your proxy.

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy at the **Annual General Meeting of Eastern star Gas Limited to be held at The Metcalfe Auditorium at the State Library of New South Wales, Macquarie Street, Sydney NSW 2000 on Wednesday the 10th of November 2010 at 11.00am** and at any adjournment of that meeting, to act 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.

If the Chairman of the Meeting is appointed as your proxy or may be appointed by default, and you do not wish to direct your proxy how to vote in respect of either or both of resolutions 4 and 6, please mark this box. By marking this box, you acknowledge that the Chairman of the Meeting may vote as your proxy even if he has an interest in the outcome of that resolution and votes cast by the Chairman of the Meeting for that resolution, other than as proxy holder, will be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the Meeting will not cast your votes on that resolution and your votes will not be counted in calculating the required majority if a poll is called. The Chair intends to vote all undirected proxies in favour of resolutions 4 and 6.

STEP 2 - Voting directions to your Proxy – please mark to indicate your directions

Ordinary Business	For	Against	Abstain*
Resolution 1 Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Election of Peter Lansom as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 Election of Alexander Sundich as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4 Adoption of Employee Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5 Ratification of issue of Shares to Mr David Casey	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6 Increase of fees payable to Non-executive Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In addition to the intentions advised above. The Chairman of the Meeting intends to vote undirected proxies in favour of each of the items of business.

*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 - PLEASE SIGN HERE This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Contact Name Contact Daytime Telephone Date / /2010