



Target's Statement

**KUTh Energy Limited
(ACN 125 694 920)**

**The directors of KUTh Energy Limited who have participated in deliberations
on this matter unanimously recommend that you**

ACCEPT

Geodynamics Limited's takeover offer

**(in the absence of a superior proposal or a material adverse event in relation to
Geodynamics Limited)**

**This Target's Statement has been issued in response to the off-market takeover
bid made by Geodynamics Limited for all the ordinary shares in KUTh Energy
Limited.**

**This is an important document and requires your immediate attention.
If you are in any doubt about how to deal with this document, you should
contact your broker, financial adviser or legal adviser immediately.**

DATE: 10 October 2013

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KEY DATES

Date that Geodynamics' Offer was announced (Announcement Date)	18 September 2013
Date of Geodynamics' Offer	15 October 2013
Date of this Target's Statement	10 October 2013
Close of Geodynamics' Offer Period (unless extended or withdrawn)	7:00 pm on 15 November 2013

Important Notices

Nature of this document

This document is a Target's Statement issued by KUTh Energy under Part 6.5 Division 3 of the Corporations Act in response to Geodynamics' Bidder's Statement and Offer.

Defined terms

A number of defined terms are used in this Target's Statement. These terms are explained in section 11

of this Target's Statement.

No account of personal circumstances

This Target's Statement does not take into account your individual objectives, financial situation or particular needs. It does not constitute personal advice. The Directors encourage you to seek independent financial and taxation advice before making a decision as to whether or not to accept the Offer.

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Disclaimer as to forward looking statements

Some of the statements appearing in this Target's Statement may be in the nature of forward looking statements. Such statements are predictions only and are subject to inherent risks and uncertainties. Those risks and uncertainties include factors and risks specific to the industry in which KUTh Energy operates as well as general economic conditions, prevailing exchange rates and interest rates and conditions in the financial markets. Actual events or results may differ materially from the events or results expressed or implied in any forward looking statement. None of KUTh Energy, KUTh Energy's officers and employees or any persons named in this Target's Statement with their consent or any person involved in the preparation of this Target's Statement, makes any representation or warranty (express or implied) as to the accuracy or likelihood of fulfillment of any forward looking statement, or any events or results expressed or implied in any forward looking statement, except to the extent required by law. You are cautioned not to place undue reliance on any forward looking statement. The forward looking statements in this Target's Statement reflect views held only as at the date of this Target's Statement.

ASIC disclaimer

A copy of this Target's Statement has been lodged with ASIC and given to ASX. Neither ASIC, nor ASX nor any of their officers take any responsibility for the content of this Target's Statement.

Disclaimer as to information

The information on Geodynamics and Geodynamics' shares contained in this Target's Statement has been prepared by KUTh Energy using publicly available information. The information in the Target's Statement concerning Geodynamics and its assets and liabilities, financial position and performance, profits and losses and prospects, has not been independently verified by KUTh Energy. KUTh Energy does not, subject to the Corporations Act, make any representation or warranty, express or implied, as to the accuracy or completeness of such information.

Foreign jurisdictions

The release, publication or distribution of this Target's Statement in jurisdictions other than Australia may be restricted by law or regulation in such other jurisdictions and persons who come into possession of it should seek advice on and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable laws or regulations. This Target's Statement has been prepared in accordance with Australian law and the information contained in this Target's Statement may not be the same as that which would have been disclosed if this Target's Statement had been prepared in accordance with the laws and regulations outside Australia.

Maps and diagrams

Any diagrams, charts, maps, graphs and tables appearing in this Target's Statement are illustrative only and may not be drawn to scale. Unless stated otherwise, all data contained in diagrams, charts, maps, graphs and tables is based on information available at the date of this Target's Statement.

Privacy

KUTh Energy has collected your information from the KUTh Energy register of shareholders for the purpose of providing you with this Target's Statement. The type of information KUTh Energy has collected about you includes your name, contact details and information on your shareholding in KUTh Energy. Without this information, KUTh Energy would be hindered in its ability to issue this Target's Statement. The Corporations Act requires the name and address of shareholders to be held in a public register. Your information may be disclosed on a confidential basis to KUTh Energy's related bodies corporate and external service providers (such as the share registry of KUTh Energy and print and mail service providers) and may be required to be disclosed to regulators such as ASIC.

The registered address of KUTh Energy is:

KUTh Energy Limited
Level 7
207 Kent Street
Sydney NSW 2000
Australia.

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Chairman's letter

10 October 2013

Dear Shareholders

Takeover bid by Geodynamics Limited

On 18 September 2013, KUTh Energy Limited (**KUTh Energy**) announced that it had reached an agreement with Geodynamics Limited (**Geodynamics**), under which Geodynamics would make an off-market offer to acquire all the issued shares in KUTh Energy (**the Offer**). Under the Offer, KUTh Energy shareholders will receive 1 Geodynamics share for every 5.5 KUTh Energy Shares, subject to rounding.

The Offer values each KUTh Energy Share:

- at \$0.02 based on \$0.11 per Geodynamics share which is the volume weighted average price (**VWAP**) for trades of Geodynamics' shares done on the Australian Securities Exchange for 30 consecutive days prior to and including 17 September 2013, being the last trading day prior to announcement of the Offer; and
- \$0.018 per KUTh Energy Share based on Geodynamics' closing price of \$0.098 on 9 October 2013.

If the Offer is successful, Geodynamics will invite current KUTh Energy Director, George Miltenyi, to join the Board of Geodynamics. George Miltenyi intends to accept that invitation. His potential future role as a director of Geodynamics gives rise to a potential conflict of interest with his current role as a Director of KUTh Energy. For this reason, George Miltenyi has not been involved in the processes or deliberations of the Board in relation to considering the Offer or preparation of this Target's Statement, and will not make a recommendation to KUTh Energy shareholders in relation to the Offer.

As such, except where the context otherwise requires, any further references in this Target's Statement to "the Directors" or "the Directors of KUTh Energy" is taken to exclude George Miltenyi.

After careful consideration, the Directors of KUTh Energy (with the exception of George Miltenyi, discussed above) unanimously recommend that you ACCEPT the Offer, subject to there being no superior proposal received, or no material adverse event in relation to Geodynamics, in which case the Directors will make a further recommendation to you.

The Directors believe that, on balance, the Offer is in the best interests of KUTh Energy shareholders for the following reasons:

- The combined entity offers KUTh Energy shareholders access to an enlarged and more diverse portfolio of high quality geothermal projects.
- The combined entity will have stronger financial resources to develop the portfolio of geothermal projects.
- The Offer represents a premium to recent share price levels for KUTh Shares.
- Geodynamics Shares have in the past 12 months provided a more liquid investment than your current holding in KUTh Energy.
- If the Offer is not accepted by KUTh Energy shareholders, KUTh Energy will have to raise additional capital. This would be highly dilutive to non-participating shareholders and there is no guarantee that any such capital raising will be successful.

Geodynamics is an ASX listed geothermal energy company developing projects in Australia and the Solomon Islands. At 30 June 2013 it had cash assets exceeding \$40 million. Geodynamics' stated intention is to maintain KUTh Energy's tenements and work towards the development of its geothermal energy assets.

The Directors of KUTh Energy, including George Miltenyi, intend to accept Geodynamics' Offer in respect of their own shareholdings in KUTh Energy, subject to there being no superior proposal received or no material adverse event in relation to Geodynamics. Geodynamics have advised that the Offer is supported

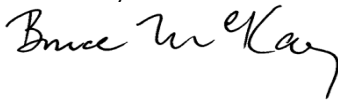
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by KUTh Energy shareholders, including Directors of KUTh Energy, representing an aggregate 36.7% of KUTh Energy's issued shares who have advised Geodynamics that they intend to accept the Offer for all of the KUTh Energy shares they own or control, in the absence of a superior proposal.

We encourage you to carefully consider the information contained in this Target's Statement in light of your own personal circumstances.

The Offer is scheduled to close at 7:00pm (Sydney time) on 15 November 2013 (unless extended). To ACCEPT the Offer, simply follow the instructions outlined in Section 12.6 of the Bidder's Statement and your Acceptance Form that will have been sent to you by Geodynamics. No action is required if you decide not to accept the Offer.

Yours sincerely

A handwritten signature in black ink that reads "Bruce McKay". The signature is written in a cursive style with a long, sweeping tail on the letter 'y'.

Bruce McKay
Chairman
For and on behalf of the Directors

1. The Directors' recommendation

After careful consideration, taking into account each of the matters in this Target's Statement and in the Bidder's Statement, the Directors unanimously recommend that you accept the Offer (in the absence of a superior proposal or material adverse event in relation to Geodynamics).

The Directors of KUTh Energy believe that, on balance, the Offer is in the best interests of KUTh Energy shareholders.

Details of the reasons why the Directors recommend that you accept the Offer can be found in section 2 of this Target's Statement.

In considering whether to accept the Offer, the Directors encourage you to:

- read the whole of this Target's Statement and the Bidder's Statement;
- have regard to your individual risk profile, portfolio strategy, tax position and financial circumstances;
- consider your choices noted in section 4 of this Target's Statement; and
- obtain financial advice from your broker or financial adviser on the Offer and obtain taxation advice on the effect of accepting the Offer.

2. Why the Directors recommend you should accept Geodynamics' Offer

- a) The Offer represents a premium to recent share price levels for KUTh Energy Shares.
- b) Geodynamics Shares have in the past 12 months provided a more liquid investment than your current holding in KUTh Energy.
- c) The combined entity offers KUTh Energy shareholders access to an enlarged and more diverse portfolio of high quality geothermal projects.
- d) The combined entity will have stronger financial resources to develop the portfolio of geothermal projects.
- e) If the Offer is not accepted by KUTh Energy shareholders, KUTh Energy will have to raise additional capital. This would be dilutive to non-participating shareholders and there is no guarantee any capital raising will be successful.
- f) The price of KUTh Energy Shares may fall after the close of the Offer.
- g) No superior proposal has emerged to date.

In deciding to recommend the Offer, the Directors have had regard to a number of considerations both for and against accepting the Offer. A more detailed overview of the principal reasons for the Directors' recommendation follows in section 3.1. Section 3.2 sets out considerations why you may decline to accept the Offer.

3. Considerations for and against accepting the Offer

3.1 Considerations for accepting the Offer

The Offer represents a premium to recent share price levels for KUTh Energy Shares.

The Offer is valued at \$0.02 per KUTh Energy share based on \$0.11 per Geodynamics share which is the volume weighted average price (VWAP) for trades of Geodynamics Shares done on the Australian Securities Exchange for 30 consecutive days prior to and including 17 September 2013, being the last trading day prior to announcement of the Offer. This is a 31.6% premium to the corresponding VWAP for KUTh Energy shares.

Geodynamics Shares have in the past 12 months provided a more liquid investment than your current holding in KUTh Energy.

During the past 12 months the turnover in Geodynamics Shares has been approximately 23% of its issued share capital compared to approximately 7% for KUTh Energy. During the period of three months prior to the announcement of the Offer KUTh Energy shares failed to trade on 65% of trading days.

The combined entity offers KUTh Energy shareholders access to an enlarged and more diverse portfolio of high quality geothermal projects.

The Geodynamics portfolio, detailed in Geodynamics' June 2013 Quarterly Report includes its Savo Island project in the Solomon Islands and various projects in Australia including the Habanero project in the Cooper Basin.

The combined entity will have stronger financial resources to develop the portfolio of geothermal projects.

As at 30 June 2013 Geodynamics audited annual financial statements disclosed cash assets of \$41.4 million, net current assets of \$49.3 million and net assets of \$50.5 million.

If the Offer is not accepted by KUTh Energy shareholders, KUTh Energy will have to raise additional capital. This would be dilutive

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to non-participating shareholders and there is no guarantee that any capital raising will be successful.

As disclosed in KUTh Energy's 2013 Annual Report to shareholders, the group's cash assets appeared insufficient to meet the company's project development and normal administrative expenses in the twelve months following the date of that report. To address this issue the Directors were investigating options to raise additional funds for working capital.

KUTh Energy's 2013 rights issue was heavily undersubscribed raising only \$460,000. This relatively small capital raising diluted non-participating shareholders by 24%.

The price of KUTh Energy Shares may fall after the close of the Offer.

As noted above, the value of the Offer at the time it was announced was in excess of the average KUTh Energy Share price in the 30 trading day period immediately prior to the Offer. The 12 month low for KUTh Energy shares is 1.2 cents.

No superior proposal has emerged to date.

KUTh Energy has not received a proposal superior to the Geodynamics Offer.

3.2 Considerations against accepting the Offer

This section sets out some reasons why you may decline to accept the Offer. This section should be read in conjunction with section 9 of the Bidder's Statement which sets out the risk factors associated with being a shareholder in Geodynamics.

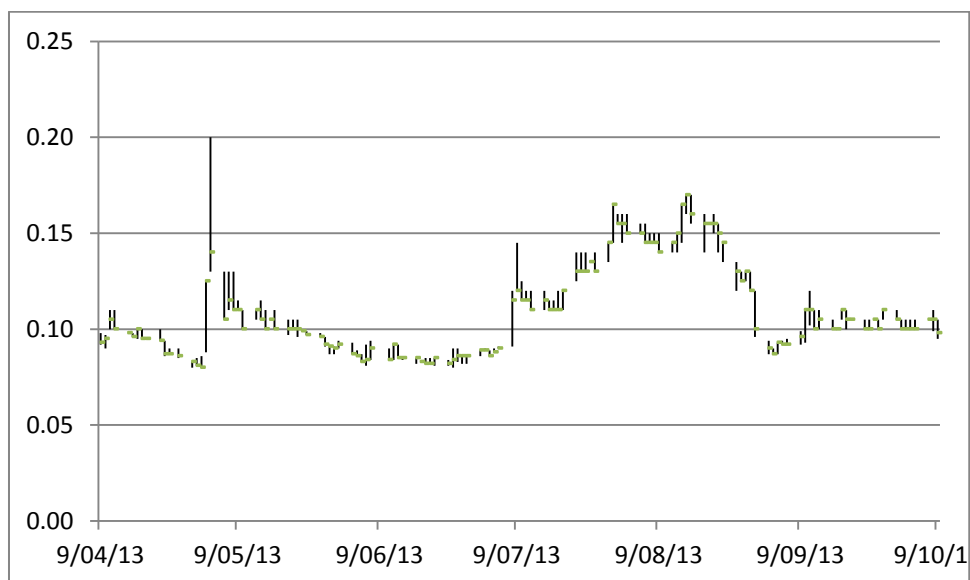
(a) The price of Geodynamics Shares fluctuates

You are being offered Geodynamics Shares for your KUTh Energy Shares at a fixed ratio regardless of the price either company's shares trade at. If you receive Geodynamics Shares under the Offer, you will be exposed to any rise or fall in the Geodynamics Share price, along with the risks associated with being a Geodynamics shareholder.

The traded price of Geodynamics Shares has ranged between \$0.074 and \$0.20 in the period of six months from 18 March 2013 to 17 September 2013, the date prior to the

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announcement of the Offer. Since 17 September the Geodynamics shares have traded in the range of \$0.095 to \$0.11. Below is a graph of the Geodynamics Share price in the six months to and including 9 October 2013.



(b) You may consider that the valuation reflected in the traded price of Geodynamics shares will not be sustained

In the six months prior to the Announcement Date, Geodynamics Shares traded between \$0.074 and \$0.20. At the lower end of this range, the Offer values KUTh Energy Shares at \$0.013 and at the higher end at \$0.036. The Directors are not aware of the reasons for this range of trading price for Geodynamics Shares nor are they able to predict whether the current price will be sustained.

If you accept the Offer and you are issued Geodynamics Shares, you will be subject to the risks associated with being a Geodynamics shareholder which may affect the future performance of Geodynamics and trading price of Geodynamics Shares. These risks are set out in section 9 of the Bidder's Statement.

(c) KUTh Energy may be immediately reliant on the financial support of Geodynamics to remain solvent

KUTh Energy's managing director, David McDonald, has the right to terminate his employment contract in the event of a change in control of KUTh Energy. Cintrex Pty Limited, a company associated with David McDonald, also has the right to

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terminate its contract with KUTh Energy in the event of a change in control of KUTh Energy. The amount payable on termination of these contracts is likely to exceed the cash reserves of KUTh Energy at the date that the acquisition by Geodynamics completes.

This potential liability has been disclosed to Geodynamics.

(d) You may disagree with the Directors' recommendation

You may hold a different view to the Directors and consider that the Offer of 1 Geodynamics Share for every 5.5 KUTh Energy Shares you hold is inadequate.

(e) You may not want to reduce your exposure to KUTh Energy's assets

If you accept the Offer and it becomes unconditional, your interest in KUTh Energy and the value that could be realised through a successful development of its assets will be diluted. KUTh Energy Shareholders will hold approximately 6% of the issued shares of Geodynamics immediately following the takeover.

(f) You may decide that you do not want to be exposed to Geodynamics' strategy or to its assets

Should you accept the Offer and receive Geodynamics Shares, you will be exposed to the various risks associated with Geodynamics pursuing their objectives of developing geothermal projects in Australia and the Pacific. Further, while Geodynamics' portfolio of investments in Australia and the Solomon Islands may be considered synergistic with KUTh Energy's Australian and Pacific nation assets, they may also give rise to differing risks. You may not wish to be exposed to these risks.

(g) You may consider that there is the potential for a superior proposal to be made in relation to KUTh Energy

Except in the limited circumstances provided for in the Corporations Act, accepting the Offer will preclude KUTh Energy shareholders from accepting a superior proposal from a third party, should one emerge during the Offer Period. As at the date of this Target's Statement, the Directors are not aware of an intention by anyone to make an alternative proposal.

Accepting the Offer would preclude you from selling your KUTh Energy Shares. Accepting the Offer will not, however, deny you the benefit of any superior price offered by Geodynamics which, under the Corporations Act, is required to be extended to all

KUTh Energy shareholders, including those who have already accepted the Offer. At the date of this Target's Statement, Geodynamics has given no indication that it intends to increase the Offer Consideration.

4. Your choices as a KUTh Energy shareholder

As a KUTh Energy shareholder you have three choices currently available to you:

(a) Accept the Offer

KUTh Energy shareholders may elect to accept the Offer. Details of the consideration that will be received by KUTh Energy shareholders who accept the Offer are set out in section 12.2 of the Bidder's Statement.

The Bidder's Statement contains details of how to accept the Offer in section 12.6.

(b) Sell your Shares on market

During a takeover, shareholders of a target company who have not already accepted the bidder's offer can still sell their shares on-market for cash.

On 17 September 2013, the day before the announcement of the Offer, KUTh Energy's Share price closed at \$0.018, equal to the implied Offer price of \$0.018 based on Geodynamics' share closing price of \$0.10 on 17 September 2013 on the Australian Securities Exchange. The latest price for KUTh Energy Shares may be obtained from the ASX website www.asx.com.au. The latest price for Geodynamics' shares can be also be obtained from the ASX website www.asx.com.au.

Shareholders who sell their KUTh Energy Shares on-market may be liable for CGT or income tax on the sale and may incur a brokerage charge. You should seek independent taxation advice to determine the consequences of sale in your individual circumstance.

KUTh Energy shareholders who wish to sell their KUTh Energy Shares on-market should contact their broker for information on how to effect that sale.

(c) Take no action

Shareholders who do not wish to accept the Offer or sell their KUTh Energy Shares on-market should do nothing.

Shareholders should note that if Geodynamics and its associates have a relevant interest in at least 90% of the KUTh Energy Shares during or at the end of the Offer Period, Geodynamics will be

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entitled to compulsorily acquire the remaining KUTh Energy Shares that Geodynamics does not already own (see section 8.2 of this Target's Statement for further details).

5. Frequently asked questions

Question	Answer
What is Geodynamics' offer for my KUTh Energy shares?	<p>Geodynamics is offering 1 Geodynamics Share for every 5.5 KUTh Energy Shares held by you. As such, the value of the consideration you will receive will depend on the price of Geodynamics' Shares at the time they are allotted and issued to you under the Offer.</p> <p>Based on Geodynamics' closing price of \$0.098 on 9 October 2013, being the last day of trading on the ASX prior to the date of this Target's Statement, the Offer equates to \$0.018 per KUTh Energy Share.</p>
Who is Geodynamics?	<p>Geodynamics is an ASX listed geothermal energy company developing projects in Australia and the Solomon Islands. At 30 June 2013 it had cash assets exceeding \$40 million. Geodynamics' stated intention is to maintain KUTh Energy's tenements and work towards the development of its geothermal energy assets.</p>
Will the Geodynamics Shares issued as Offer Consideration be listed on the ASX?	<p>An application will be made by Geodynamics for the granting of quotation on the ASX of the Geodynamics Shares to be issued as Offer Consideration. Refer to section 12.4 of the Bidder's Statement.</p>

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<p>What happens if there is a large fall in the price of Geodynamics share price?</p>	<p>You are being offered Geodynamics Shares for your KUTh Energy Shares at a fixed ratio regardless of the price either company's shares trade at. If you receive Geodynamics Shares under the Offer, you will be exposed to any fall in the Geodynamics Share price.</p>
<p>What are the risks associated with becoming a Geodynamics shareholder?</p>	<p>If you accept the Offer and become a Geodynamics shareholder, your investment will become subject to the risks associated with Geodynamics' business.</p> <p>Further information about the risks associated with an investment in Geodynamics is set out in section 9 of the Bidder's Statement.</p>
<p>What are the consequences of accepting the Offer now?</p>	<p>If you accept the Offer, unless withdrawal rights are available (see below), you will give up your right to sell your KUTh Energy Shares on the ASX or otherwise deal with your KUTh Energy Shares while the Offer remains open.</p> <p>The effect of acceptance of the Offer is set out in section 12.7 of the Bidder's Statement. KUTh Energy shareholders should read these provisions in full to understand the effect that acceptance will have on their ability to exercise the rights attaching to their Shares and the representations and warranties which they give by accepting of the Offer.</p>
<p>If I accept the Offer, can I withdraw my acceptance?</p>	<p>If you accept Geodynamics' Offer, you may only withdraw your acceptance if Geodynamics varies the Offer in a way that postpones, for more than one month, the time when Geodynamics needs to meet its obligations under the Offer (this will</p>

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	<p>occur if Geodynamics extends the Offer Period by more than one month and the Offer is still subject to conditions) or if otherwise permitted by law.</p>
<p>Can Geodynamics withdraw its Offer?</p>	<p>Geodynamics may withdraw the Offer with the written consent of ASIC and subject to the conditions (if any) specified in such consent.</p>
<p>When does the Offer close?</p>	<p>The Offer is presently scheduled to close at 7:00pm (Sydney time) on 15 November 2013, unless extended or withdrawn in accordance with the Corporations Act.</p>
<p>Can the Offer Period be extended?</p>	<p>Geodynamics may extend the Offer Period at any time before giving the Notice of Status of Conditions while the Offer is subject to conditions.</p> <p>However, if the Offer is unconditional (that is, all the conditions are fulfilled or freed), Geodynamics may extend the Offer Period at any time before the end of the Offer Period.</p> <p>In addition, there will be an automatic extension of the Offer Period if, within the last 7 days of the Offer Period:</p> <p>Geodynamics improves the consideration offered under the Offer; or Geodynamics' voting power in KUTh Energy increases to more than 50%.</p> <p>If either of these 2 events occurs, the Offer Period is automatically extended so that it ends 14 days after the relevant event occurs.</p>
<p>What happens if I do not accept the Offer?</p>	<p>If you do not accept the Offer and you do not sell your KUTh Energy Shares, you will remain a KUTh Energy shareholder and will not receive any</p>

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	<p>Offer Consideration. However, if Geodynamics becomes entitled to compulsorily acquire your KUTh Energy Shares, it intends to do so. If this occurs, KUTh Energy will receive the Offer Consideration as your trustee. KUTh Energy will give you written notice that the Offer Consideration has been received and is being held by KUTh Energy pending your instructions as to how it is to be dealt with. You must claim this Offer Consideration, so you will receive it at a later date than you would have received it if you had accepted the Offer.</p>
<p>Can I be forced to sell my KUTh Energy Shares?</p>	<p>You cannot be forced to sell your KUTh Energy Shares unless Geodynamics proceeds to compulsory acquisition. Geodynamics will need to acquire at least 90% of KUTh Energy's Shares in order to exercise its compulsory acquisition rights. In the event this occurs, you will then receive the same consideration as is payable under the Offer at that time.</p>
<p>Is the Geodynamics Offer conditional?</p>	<p>In summary, the Offer is subject to the following conditions which may be waived by Geodynamics:</p> <ul style="list-style-type: none">(a) Geodynamics holding at least 90% (by number) of KUTh Energy Shares;(b) before the end of the Offer Period, there being no superior proposal;(c) receipt of all required regulatory approvals;(d) no restraint arising adversely affecting the Offers;(e) conduct by KUTh Energy of its business in the ordinary course of business;

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	<p>(f) the exercise or cancellation of all KUTh Energy options;</p> <p>(g) no exercise of rights under certain agreements, as a result of the acquisition of KUTh Energy Shares by Geodynamics;</p> <p>(h) no KUTh Prescribed Occurrence occurring;</p> <p>(i) no KUTh Material Adverse Change occurring;</p> <p>(j) representations regarding KUTh Energy's issued securities continue to be true and correct; and</p> <p>(k) no material defect in filings filed by or on behalf of KUTh Energy with ASIC or the ASX.</p> <p>Refer to section 13 of the Bidder's Statement for more detail (and for definitions of some terms used in this answer).</p>
<p>What happens if the conditions of the Offer are breached or not fulfilled?</p>	<p>If the conditions are not satisfied or waived before the Offer closes, the Offer will lapse and all contracts resulting from acceptance of the Offer and all acceptances that have not resulted in binding contracts are void. You would then be free to deal with KUTh Energy's Shares even if you had accepted the Offer.</p>
<p>Is there an Independent Expert Report?</p>	<p>No. There is no independent expert report as none is required by law. The KUTh Energy directors consider that KUTh Energy's shareholders are able to decide whether or not to accept the Offer based on the merits of the Offer as presented in the Bidder's Statement and this Target's Statement.</p>
<p>When will I be issued my consideration if I accept the Offer?</p>	<p>In the usual case, you will be issued your consideration on or before the later of:</p>

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	<ul style="list-style-type: none"> • one month after the date the Offer becomes or is declared unconditional; and • one month after the date you accept the Offer if the Offer is, at the time of acceptance, unconditional, but, in any event (assuming the Offer becomes or is declared unconditional), no later than 21 days after the end of the Offer Period. <p>Full details of when you will be issued your consideration are set out in section 12.8 of the Bidder's Statement</p>
<p>What happens if Geodynamics improves the Offer Consideration and I have already accepted the offer?</p>	<p>If Geodynamics improves the Offer Consideration offered under its takeover bid all KUTh Energy shareholders, whether or not they have accepted the Offer before that improvement in Offer Consideration, will be entitled to the benefit of that improved Offer Consideration.</p>
<p>What are the tax implications of accepting the Offer?</p>	<p>A general outline of the tax implications of accepting the Offer is set out in section 10 of the Bidder's Statement.</p> <p>As this outline is general only, shareholders are encouraged to seek their own specific professional advice as to the taxation implications applicable to their circumstances.</p>

6. KUTh Energy – Information and Risks

6.1 Overview

KUTh Energy is a geothermal power project developer with interests throughout the Pacific and within Australia. It holds a production licence in Vanuatu which is the lead project in the Company's development portfolio. It has also demonstrated the potential value of the Company's strategy of pursuing relatively small but high margin developments that will displace diesel generation. As a result, the Company has a focus on its projects in the Pacific region which also include Fiji and Papua New Guinea.

KUTh Energy also holds assets in Tasmania and Queensland however the continued uncertainty surrounding Commonwealth Government renewable energy initiatives and the challenging commercial environment in Australia prevent significant investment by KUTh Energy in these assets at this time.

A more detailed overview of KUTh Energy's operations is set out in KUTh Energy's Annual Report for the year ended 30 June 2013 and its Quarterly Activity Statement at June 2013 which can be found at KUTh Energy's website: www.kuthenergy.com.

6.2 Risks associated with KUTh Energy

There are a number of risks relating to the industry in which KUTh Energy operates (some of which are outside the control of KUTh Energy) of which potential investors should be aware. The following is not an exhaustive summary, but points to some of the factors that may affect KUTh Energy's future performance.

There are also risks associated with holding Geodynamics shares issued as consideration under Geodynamics' Offer. KUTh Energy shareholders should read section 9 of the Bidder's statement for a summary of these.

(a) Operation and development risks

The success of any geothermal development company is dependent upon a number of factors, including:

- (i) land title;
- (ii) the discovery of commercially viable geothermal prospects;
- (iii) regulatory and government approvals;
- (iv) the establishment of power off-take and pricing agreements; and

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- (v) the availability of sufficient funding to enable exploitation of prospects.

KUTh Energy is subject to a number of risks (including the inherent risks associated with geothermal exploration) and other factors that may impact both on its future performance and the market price at which its Shares trade. The geothermal tenements held, either directly or via investment in other entities, are at an exploration stage. The business of geothermal development should be considered speculative.

(b) Securities Investments

There are risks associated with any securities investment. Securities listed on the stock market experience price and volume fluctuations that may be unrelated to the operating performances of the companies listed. These factors may materially affect the market price of the securities regardless of KUTh Energy's performance.

The global financial crisis and volatility in global credit markets in recent years has negatively affected economies across the globe and led to increased volatility in stock markets, including the ASX. Continued volatility in global markets could negatively impact the value of the KUTh Energy Shares.

(c) Exploration and Evaluation Risks

Geothermal exploration is speculative and involves significant risks which even the highest levels of experience, care and planning cannot control. There is no assurance that exploration programmes will be successful in the discovery of geothermal resources that will be sufficient for viable power generation in any or all of KUTh Energy's activities.

(d) Economic and Business Risks

Power pricing, energy prices, reservoir management, inflation, foreign currency fluctuations, interest rates, industrial disruption, political decisions, cost over-runs and technical problems all affect the ability of a company to profit from any geothermal development. KUTh Energy may be subject to government influences in renewable energy through climate change policies in respect of carbon pricing and emissions trading schemes and/or any renewable energy support initiatives that may or may not be implemented in or for the geothermal sector.

These issues are beyond the control of the KUTh Energy.

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(e) Environmental risks

KUTh Energy's activities are subject to laws and regulations relating to environmental matters and dealing with hazardous wastes and materials. As with all geothermal projects, a variety of potential environmental impacts exist.

(f) Joint venture parties, agents and contractors

The Directors are unable to predict the risk of financial failure or default or the insolvency or managerial failure by any of the contractors used by KUTh Energy in any of its activities or the insolvency or other managerial failure by any of the other service providers used by KUTh Energy for any activity.

(g) Future capital requirements

KUTh Energy's activities may require further funding and there can be no assurance that additional financing will be available on acceptable terms, or at all. Any additional equity financing may be dilutive to shareholders and debt financing, if available, may involve restrictive covenants, which may limit KUTh Energy's operations and business strategy. An inability to obtain additional finance, if required, would have a materially adverse effect on KUTh Energy's business, its financial condition and performance and its ability to continue as a going concern and return any value to shareholders.

(h) Key Personnel

KUTh Energy has a small number of employees, and is subject to the risks associated with maintaining suitably qualified and experienced personnel.

(i) Exploration and Production Licence Tenure

Exploration and production licences over geothermal tenements are subject to periodic renewal. There is no guarantee that current or future exploration or production licences over tenements or future applications for tenements will be approved. KUTh Energy's tenements and investments are subject to numerous legislative conditions.

(j) Operating in Foreign Jurisdictions

KUTh Energy's assets include its interests in geothermal tenements in foreign countries, including Vanuatu. There are a number of risks associated with this including:

- (i) changes in the foreign country's laws, government, regulations and political climate;
- (ii) foreign currency exposure;

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- (iii) land title; and
- (iv) a different language, culture and legal environment compared to Australia.

(k) Landowner Issues

The Directors are aware that landowner disputes can occur in the areas of project development being contemplated by KUTh Energy. This may impact through delays and/or cancellation of exploration programs and future development if the relevant land issues cannot be resolved.

(l) General Risks

Economic conditions

The performance of KUTh Energy may be significantly affected by changes in economic conditions, and particularly conditions which affect the resources industry. Profitability of the business may be affected by factors such as market conditions, interest rates, inflation and consumer demand. These may have an adverse effect on KUTh Energy's exploration, development and future production activities, as well as on its ability to fund those activities.

Market conditions

The market price of KUTh Energy's Shares can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities and, in particular, resources stocks. Neither KUTh Energy nor the Directors warrant the future performance of KUTh Energy or any return on an investment in KUTh Energy.

Geo-political factors

KUTh Energy may be affected by the impact that geo-political factors have on the various world economies or the Australian economy or on financial markets and investments generally or specifically.

Australian and foreign government policies and legislation

KUTh Energy may be affected by changes to government policies and legislation, including those relating to the resources industry, property, the environment, taxation and the regulation of trade practices and competition, government grants and incentive schemes.

Other

Other risk factors include those normally found in conducting business, including litigation resulting from the breach of agreements or in relation to employees (through personal injuries,

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industrial matters or otherwise) or any other cause, strikes, lockouts, loss of service of key management or operational personnel, non-insurable risks, delay in resumption of activities after reinstatement following the occurrence of an insurable risk and other matters that may interfere with the business of KUTh Energy.

The risks outlined in this section are not exhaustive of the risks faced by KUTh Energy's shareholders. The risks outlined in this section and other risks may affect the future performance of KUTh Energy materially. Accordingly, no assurances of future performance, profitability, distributions, return of capital or market price are given by KUTh Energy in respect of KUTh Energy.

While KUTh Energy believes it has undertaken what is reasonably necessary in order to address and manage these risks, there is no guarantee that it can mitigate against any or all of them. Accordingly, it is possible that one or more such risks could have an adverse effect on the performance and growth of KUTh Energy, and ultimately shareholder value, either now or in the future (whether or not Geodynamics' Offer is successful).

7. Information about Geodynamics

7.1 Overview of Geodynamics

KUTh Energy shareholders should refer to sections 3, 4 and 5 of the Bidder's Statement for detailed information on Geodynamics including details in relation to Geodynamics' Shares.

7.2 Risk of holding shares in Geodynamics

There are a number of risks relating to holding shares in Geodynamics of which KUTh Energy shareholders should be aware. These risks are outlined in section 9 of the Bidder's Statement. The Directors encourage you to carefully consider section 9 of the Bidder's Statement before deciding on your course of action in relation to the Offer.

8. Other important matters for KUTh Energy shareholders to consider

8.1 Minority ownership consequences

Geodynamics' Offer is presently subject to a 90% minimum acceptance condition which, if fulfilled (and all the other conditions are fulfilled or freed), will entitle it to compulsorily acquire all outstanding KUTh Energy Shares. Geodynamics has the right to free its Offer from the 90% minimum acceptance condition.

If Geodynamics frees the Offer from the 90% minimum acceptance condition and acquires more than 50% but less than 90% of the KUTh Energy Shares then, assuming all other conditions to the Offer are fulfilled or freed, Geodynamics will acquire a majority shareholding in KUTh Energy.

Geodynamics has informed KUTh Energy that the Offer is supported by KUTh Energy shareholders representing an aggregate 36.7% of KUTh Energy's issued shares. These shareholders have advised Geodynamics that they intend to accept the Offer for all of the KUTh Energy shares they own or control, in the absence of a superior proposal.

Accordingly, shareholders who do not accept the Offer will become minority shareholders in KUTh Energy. This has a number of possible implications, including:

- Geodynamics will be in a position to cast the majority of votes at a general meeting of KUTh Energy. This will enable it to control the composition of KUTh Energy's board of directors and senior management and control the strategic direction of the businesses of KUTh Energy and its subsidiaries. (Under the Takeover Bid Implementation Agreement, KUTh Energy also agreed that once Geodynamics becomes entitled to be registered as the holder of not less than 50.1% of KUTh Energy's Shares, the Offer becomes unconditional and Geodynamics has paid the Offer consideration to all shareholders who have accepted the Offer as at the time it becomes unconditional, to procure the appointment to the board of KUTh Energy of the number of persons nominated by Geodynamics such that Geodynamics' nominees constitute a majority of the KUTh Energy board);
- the KUTh Energy Share price may fall immediately following the end of the Offer Period and it is unlikely that the KUTh Energy Share price will contain any takeover premium;

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- liquidity of KUTh Energy's Shares may be lower than at present;
- the number of KUTh Energy shareholders may become less than that required by the ASX Listing Rules to maintain an ASX listing, or if Geodynamics forms the view that the additional corporate and compliance costs of an ASX listing outweigh its benefits, Geodynamics may seek to have KUTh Energy removed from the official list of the ASX. If this occurs, KUTh Energy' Shares will not be able to be bought or sold on the ASX; and
- if Geodynamics acquires 75% or more of the KUTh Energy Shares it will be able to pass a special resolution of KUTh Energy. This will enable Geodynamics to, among other things, change KUTh Energy's constitution.

8.2 Compulsory acquisition

Geodynamics has indicated in section 2 of its Bidder's Statement that if it satisfies the required thresholds it intends to compulsorily acquire any outstanding KUTh Energy Shares.

Geodynamics will be entitled to compulsorily acquire any KUTh Energy Shares in respect of which it has not received an acceptance of its Offer on the same terms as the Offer if, during or at the end of the Offer Period Geodynamics and its associates have a relevant interest in at least 90% (by number) of the KUTh Energy Shares.

If this threshold is met, Geodynamics will have one month after the end of the Offer Period within which to give compulsory acquisition notices to KUTh Energy shareholders who have not accepted the Offer. KUTh Energy shareholders have statutory rights to challenge the compulsory acquisition, but a successful challenge will require the relevant shareholder to establish to the satisfaction of a court that the terms of the Offer do not represent 'fair value' for their KUTh Energy Shares.

If compulsory acquisition occurs, KUTh Energy shareholders who have their KUTh Energy Shares compulsorily acquired are likely to be issued their consideration approximately 5 to 6 weeks after the compulsory acquisition notices are dispatched to them.

It is also possible that Geodynamics will, at some time after the end of the Offer Period, become the beneficial holder of 90% of the Shares. Geodynamics would then have rights to compulsorily acquire Shares not owned by it within 6 months of becoming the holder of 90%.

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Geodynamics' price for compulsory acquisition under this procedure would have to be considered in a report of an independent expert.

8.3 Interests and dealings in KUTh Energy Shares and Options

(a) Interests in KUTh Energy Shares

Directors' interests in KUTh Energy Shares as at the date of this Target's Statement are set out below.

Director	Shares directly and indirectly held
Bruce McKay	2,859,225
George Miltenyi	14,689,866
Mary O'Kane	795,000
David McDonald	3,639,014

(b) Dealings in KUTh Energy Shares

There have been no dealings in KUTh Energy Shares by KUTh Energy directors during the period of 4 months prior to the date of this Target's Statement.

(c) Dealings in KUTh Energy Options

Subject to the takeover becoming unconditional KUTh Energy has agreed to pay compensation to certain option holders for the cancellation of their options over KUTh Energy Shares. Cancellation of the options is a condition of Geodynamics' Offer. The total consideration is \$37,750 which includes the following director-related amounts:

David McDonald	\$21,750
Bruce McKay	\$4,000

8.4 Interests and dealings in Geodynamics Shares

(a) Interests in Geodynamics Shares

No KUTh Energy director has any interests in Geodynamics Shares.

(b) Dealings in Geodynamics Shares

There have been no dealings in Geodynamics Shares by KUTh Energy directors during the period of 4 months prior to the date of this Target's Statement.

8.5 Benefits and agreements

KUTh Energy's managing director, David McDonald, has the right to terminate his employment contract in the event of a change in control of KUTh Energy. Cintrex Pty Limited, a company associated with David McDonald, also has the right to terminate its contract with KUTh Energy in the event of a change in control of KUTh Energy. The amount payable on termination of these contracts is likely to exceed the cash reserves of KUTh Energy at the date that the acquisition by Geodynamics completes. This potential liability has been disclosed to Geodynamics.

Other than as set out above, as a result of the Offer, no person has been or will be given any benefit (other than a benefit which can be given without member approval under the Corporations Act) in connection with the retirement of that person, or someone else, from a board or managerial office of KUTh Energy or related body corporate of KUTh Energy.

There are no agreements made between any director of KUTh Energy and any other person in connection with, or conditional upon, the outcome of the Offer other than in their capacity as a holder of KUTh Energy Shares.

If the Offer is successful, Geodynamics is required under the Takeover Bid Implementation Agreement to invite current KUTh Energy Director, George Miltenyi, to join the Board of Geodynamics. George Miltenyi intends to accept that invitation. Due to his potential conflict of interest, George Miltenyi has not been involved in the processes or deliberations of the Board in relation to considering the Offer or preparation of this Target's Statement, and will not make a recommendation to KUTh Energy shareholders in relation to the Offer.

Other than as stated above in relation to George Miltenyi, no director of KUTh Energy has agreed to receive, or is entitled to receive, any benefit from Geodynamics which is conditional on, or is related to, the Offer, other than in their capacity as a holder of KUTh Energy Shares.

None of the directors of KUTh Energy has any interest in any contract entered into by Geodynamics.

9. Taxation consequences

The Bidder's Statement at section 10 sets out a general outline of the Australian tax implications of accepting the Offer. The general outline is intended as a guide only for KUTh Energy shareholders. The tax consequences for you will depend on your individual circumstances and you should obtain your own professional advice from a qualified tax adviser.

You should not rely on anything in this Target's Statement or in section 10 of the Bidder's Statement as advice about your own affairs. It does not cover how tax may apply to all KUTh Energy shareholders. You should seek your own independent financial and taxation advice, which takes into account your personal circumstances, before making a decision as to whether or not to accept the Offer for your KUTh Energy Shares.

10. Other material information

10.1 Status of Offer Conditions

Under subsection 630(3) of the Corporations Act, Geodynamics must give a Notice of Status of Conditions to the ASX and KUTh Energy on the Conditions Notice Date.

Geodynamics is required to set out in its Notice of Status of Conditions:

- whether the Offer is free of any or all of the conditions;
- whether, so far as Geodynamics knows, any of the conditions have been fulfilled; and
- Geodynamics' voting power in KUTh Energy.

If the Offer Period is extended by a period before the time by which the Notice of Status of Conditions is to be given, the date for giving the Notice of Status of Conditions will be taken to be postponed for the same period. In the event of such an extension, Geodynamics is required, as soon as practicable after the extension, to give a notice to the ASX and KUTh Energy that states the new date for the giving of the Notice of Status of Conditions, and whether the Offer has been freed from any condition and whether the condition has been fulfilled on the date the notice is given.

If a condition is fulfilled (so that the Offer becomes free of that condition) during the Offer Period but before the date on which the Notice of Status of Conditions is required to be given, Geodynamics

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must, as soon as practicable, give the ASX and KUTh Energy a notice that states that the particular condition has been fulfilled.

As at 10 October 2013 none of the conditions to the Offer have been fulfilled.

While KUTh Energy is not currently aware of any information which would cause a condition to Geodynamics' Offer to fail, Geodynamics' Offer is subject to a number of conditions and therefore KUTh Energy shareholders may choose to wait for some of the outstanding conditions to be fulfilled or waived before accepting the Offer.

10.2 Takeover Bid Implementation Agreement

KUTh Energy and Geodynamics entered into a Takeover Bid Implementation Agreement on 18 September 2013. A copy of the Takeover Bid Implementation Agreement was attached to the announcement of the Offer by each of KUTh Energy and Geodynamics on 18 September 2013.

A summary of certain key terms of the Takeover Bid Implementation Agreement is set out below. This summary does not purport to be exhaustive or constitute a definitive statement of the rights and liabilities of KUTh Energy and Geodynamics under the Takeover Bid Implementation Agreement. The full terms can be viewed in the announcement made by KUTh Energy in connection with the Offer on 18 September 2013. Under the Takeover Bid Implementation Agreement:

- (a) Geodynamics agreed to make the Offer, which was to be subject to a number of conditions, for an Offer Consideration of one Geodynamics Share for each five and a half KUTh Energy Shares.
- (b) Provided Geodynamics makes the Offer as agreed:
 - (i) KUTh Energy's Directors (excluding George Miltenyi, who will not make a recommendation) would recommend that KUTh Energy shareholders accept the Offer;
 - (ii) KUTh Energy's Directors (including George Miltenyi) would state their intention to accept the Offer in respect of any KUTh Energy Shares they own or control, and
 - (iii) KUTh Energy would support the takeover bid and participate in efforts reasonably required by Geodynamics to promote the merits of the takeover bid,

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subject in each case to there being no superior proposal, and no Material Adverse Event having occurred in relation to Geodynamics.

- (c) KUTh Energy also agreed to not initiate any competing proposal and, to the extent it is within KUTh Energy's control, to not do anything that will result in any of the conditions to which the Offer is subject being breached (subject to statutory or fiduciary duties).
- (d) KUTh Energy and Geodynamics agreed to the exchange of information required for the purpose of the preparation of the Bidder's Statement or Target's Statement respectively (subject to confidentiality obligations).
- (e) Until the end of the Offer Period each of Geodynamics and KUTh Energy must conduct its business in the usual and ordinary course consistent with past practice, and use its reasonable endeavours to preserve and maintain the value of its business, assets and certain relationships, and not dispose of the whole or parts of their business for amounts exceeding specified values.
- (f) Conditions of the Offer include but are not limited to:
 - (i) minimum acceptance condition of 90% relevant interest in KUTh Energy shares;
 - (ii) no superior proposal;
 - (iii) no material acquisitions or disposals by KUTh Energy; and
 - (iv) no material change to KUTh Energy or Geodynamics.
- (g) A break fee of \$50,000 in cash is payable by KUTh Energy in the event (among other events) that any KUTh Energy Director recommends, promotes or otherwise endorses a competing proposal, and payable by Geodynamics in the event that Geodynamics fails to proceed with the bid, except in certain circumstances.

10.3 Issued capital

As at the date of this Target's Statement, KUTh Energy's issued capital consists of 145,931,900 fully paid ordinary shares.

Substantial shareholders

As at the date of this Target's Statement, the following persons were substantial shareholders in KUTh Energy:

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Substantial holder	Relevant Interest	
	Ordinary shares	%
George Miltenyi and associates	14,689,866	10.1
John Bishop and associates	13,435,984	9.2
Stephen Bartrop and associates	10,297,952	7.0
Blue Star Management Pty Ltd	7,950,000	5.4
Paul Anthony Broad	7,301,645	5.0

10.4 Consents

The Board has assumed, for the purposes of preparing this Target's Statement, that the information in the Bidder's Statement is accurate (unless expressly indicated otherwise in this Target's Statement). However, the Directors do not take any responsibility for the contents of the Bidder's Statement and are not to be taken as endorsing, in any way, any of the statements contained in it (unless expressly indicated otherwise in this Target's Statement).

As permitted by ASIC Class Order 13/521 this Target's Statement contains statements which are made, or based on statements made, in documents lodged with ASIC or given to the ASX, or announced on the Company Announcements Platform of the ASX. Pursuant to the Class Order, consent is not required for the inclusion of such statements in this Target's Statement. KUTh Energy will, on request, provide copies of any of these documents to KUTh Energy shareholder within 2 business days free of charge.

In addition, as permitted by ASIC Class Order 13/523, this Target's Statement may include or be accompanied by certain statements:

- fairly representing a statement by an official person; or
- from a public official document or a published book, journal or comparable publication.

This Target's Statement also contains statements as to the intentions of the KUTh Energy Directors (including George Miltenyi) in relation to the Offer. These statements have been included in this Target's Statement with the consent of such Directors.

10.5 No other material information

This Target's Statement is required to include all the information that KUTh Energy shareholders and their professional advisers would

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reasonably require to make an informed assessment whether to accept the Offer, but:

- only to the extent to which it is reasonable for investors and their professional advisers to expect to find this information in this Target's Statement; and
- only if the information is known to any director of KUTh Energy.

The Directors are of the opinion that the information that KUTh Energy shareholders and their professional advisers would reasonably require to make an informed assessment whether to accept the Offer is:

- the information contained in the Bidder's Statement (to the extent that the information is not inconsistent or superseded by information in this Target's Statement);
- the information contained in KUTh Energy's releases to the ASX, and in the documents lodged by KUTh Energy with ASIC before the date of this Target's Statement; and
- the information contained in this Target's Statement.

In deciding what information should be included in this Target's Statement, the directors of KUTh Energy have had regard to:

- the nature of the Shares;
- the matters that shareholders may reasonably be expected to know;
- the fact that certain matters may reasonably be expected to be known to shareholders' professional advisers; and
- the time available to KUTh Energy to prepare this Target's Statement.

11. Glossary and interpretation

11.1 Glossary

Term	Meaning
Acceptance Form	the acceptance form accompanying the Bidder's Statement
Announcement Date	18 September 2013
Approval	a licence, authority, consent, approval, order, exemption, waiver, ruling or decision
ASIC	Australian Securities and Investments Commission
ASX	ASX Limited
Bidder's Statement	the bidder's statement of Geodynamics dated 10 October 2013
CGT	capital gains tax
Conditions Notice Date	has the same meaning as given in section 15.1 of the Bidder's Statement.
Corporations Act	<i>Corporations Act 2001</i> (Cth) (as modified or varied by ASIC)
Geodynamics	Geodynamics Limited (ACN 095 006 090)
Geodynamics Shares	fully paid ordinary shares in Geodynamics
KUTh Energy	KUTh Energy Limited (ACN 125 694 920)
KUTh Energy Shares	fully paid ordinary shares in KUTh Energy

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Notice of Status Conditions	the notice required under section 630(3) of the Corporations Act, as explained in section 10.1 of this Target's Statement
Offer	the off-market takeover offer made by Geodynamics to acquire all of the issued shares in KUTh Energy
Offer Consideration	the consideration offered to KUTh Energy shareholders by Geodynamics under the Offer, being, at the date of this Target's Statement 1 Geodynamics share for every 5.5 KUTh Energy shares
Offer Period	the period during which the Offer will remain open for acceptance in accordance with the Bidder's Statement
Target's Statement	this target statement of KUTh Energy dated 10 October 2013

11.2 Interpretation

In this Target's Statement:

- (a) Other words and phrases have the same meaning (if any) given to them in the Corporations Act.
- (b) Words of any gender include all genders.
- (c) Words importing the singular include the plural and vice versa.
- (d) An expression importing a person includes any company, partnership, joint venture, association, corporation or other body corporate and vice versa.
- (e) A reference to a section, clause, annexure and schedule is a reference to a section of, clause of and an annexure and schedule to this Target's Statement as relevant.

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- (f) A reference to any legislation includes all delegated legislation made under it and amendments, consolidations, replacements or re-enactments of any of them.
- (g) Headings and bold type are for convenience only and do not affect the interpretation of this Target's Statement.
- (h) A reference to time is a reference to AEST.

A reference to dollars, \$, A\$, AUD, cents, c and currency is a reference to the lawful currency of the Commonwealth of Australia unless otherwise stated.

12. Authorisation

This Target's Statement has been approved by a resolution passed by the Directors of KUTh Energy. All the Directors, other than Mr George Miltenyi (who, for the reasons outlined in this Target's statement, abstained and did not participate in deliberations), voted in favour of that resolution.

Signed for and on behalf of KUTh Energy Limited:

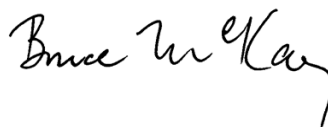
Executed by KUTh Energy Limited ACN
125 694 920 in accordance with section 127
of the *Corporations Act 2001* (Cth):



Company Secretary

Justin Clyne

Name of Company Secretary
(BLOCK LETTERS)



Director

Bruce McKay

Name of Director
(BLOCK LETTERS)