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**WELCOME STRANGER MINING LIMITED**

**ABN 69 007 670 386**

**NOTICE OF 2013 ANNUAL GENERAL MEETING**

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**TIME:** 10.00am (EST)

**DATE:** Friday, 31 January 2014

**PLACE:** c/- Grant Thornton, Level 19, 2 Market Street, Sydney NSW 2000

*This Notice of Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.*

*Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 9571 8300*

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## **II. IMPORTANT INFORMATION**

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### **A. TIME AND PLACE OF MEETING AND HOW TO VOTE**

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The Annual General Meeting of the Shareholders of Welcome Stranger Mining Limited to which this Notice of Meeting relates will be held at 10.00am (EST) on Friday, 31 January 2014, at Grant Thornton, Level 19, 2 Market Street, Sydney, New South Wales.

### **B. YOUR VOTE IS IMPORTANT**

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The business of the Annual General Meeting affects your shareholding and your vote is important.

### **C. VOTING IN PERSON**

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To vote in person, attend the Annual General Meeting on the date and at the time and place set out above.

### **D. VOTING BY PROXY**

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To vote by proxy, please complete and sign the proxy form enclosed and send the proxy form by:

- (a) post to Welcome Stranger Mining Limited, Level 6, Suite 8, 55 Miller Street, Pyrmont, NSW 2009;
- (b) facsimile to the Company on facsimile number (+61 2) 9571 8200; or
- (c) email to the Company at [s.birkin@jatenergy.com](mailto:s.birkin@jatenergy.com),

so that it is received not later than 10.00am (EST) on Wednesday, 29 January 2014.

**Proxy forms received later than this time will be invalid.**

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- Each Shareholder has a right to appoint a proxy;
- The proxy need not be a Shareholder of the Company; and
- A Shareholder who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If the member appoints 2 proxies and the appointment does not specify the proportion or the number of the member's votes, then in accordance with section 249X(3) of the Corporations Act, each proxy may exercise one-half of the votes.

Shareholders and their proxies should be aware that changes to the Corporations Act made in 2011 mean that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Further details on these changes are set out below.

***Proxy vote if appointment specifies way to vote***

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, **if it does**:

- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed); and
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands; and
- if the proxy is the chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- if the proxy is not the chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

***Transfer of non-chair proxy to chair in certain circumstances***

Section 250BC of the Corporations Act provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company's members; and
- the appointed proxy is not the chair of the meeting; and
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
  - the proxy is not recorded as attending the meeting; or
  - the proxy does not vote on the resolution,

the chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

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### III. NOTICE OF ANNUAL GENERAL MEETING

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Notice is given that the Annual General Meeting of Shareholders of Welcome Stranger Mining Limited will be held at the offices of Grant Thornton, Level 19, 2 Market Street, Sydney at 10.00am (EST) on Friday, 31 January 2014.

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

The Directors have determined pursuant to Regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Annual General Meeting are those who are registered Shareholders of the Company at 10.00am (EST) on Wednesday, 29 January 2014.

Terms and abbreviations used in this Notice of Meeting and Explanatory Statement are defined in the Glossary.

#### A. AGENDA

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##### ORDINARY BUSINESS

##### Financial Statements and Reports

The annual financial reports for the years ended 30 June 2009 to 30 June 2013 are currently being prepared and audited. They will be made available to shareholders as soon the reports are completed and audited.

Shareholders will be provided with the opportunity to receive, consider and discuss the financial reports for the years ended 30 June 2009 through to 30 June 2013 at the meeting.

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#### 2. RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT FOR THE YEAR ENDED 30 JUNE 2009

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

*“That, for the purpose of Section 250R (2) of the Corporations Act and for all other purposes, approval is given for the Remuneration Report as contained in the Company’s annual financial report for the year ended 30 June 2009 to be adopted.”*

**Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company.**

##### **Voting Prohibition Statement:**

A vote on this Resolution must not be cast (in any capacity) by or on behalf of any of the following persons:

- (a) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (b) a Closely Related Party of such a member.

However, a person described above may vote on this Resolution if:

- (a) the person does so as a proxy appointed by writing that specifies how the proxy is to vote on the Resolution; and
- (b) the vote is not cast on behalf of a person described in sub-paragraphs (a) or (b) above.

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**3. RESOLUTION 2 – ADOPTION OF REMUNERATION REPORT FOR THE YEAR ENDED 30 JUNE 2010**

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

*“That, for the purpose of Section 250R (2) of the Corporations Act and for all other purposes, approval is given for the Remuneration Report as contained in the Company’s annual financial report for the year ended 30 June 2010 to be adopted.”*

**Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company.**

**Voting Prohibition Statement:**

A vote on this Resolution must not be cast (in any capacity) by or on behalf of any of the following persons:

- (c) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (d) a Closely Related Party of such a member.

However, a person described above may vote on this Resolution if:

- (c) the person does so as a proxy appointed by writing that specifies how the proxy is to vote on the Resolution; and
- (d) the vote is not cast on behalf of a person described in sub-paragraphs (a) or (b) above.

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**4. RESOLUTION 3 – ADOPTION OF REMUNERATION REPORT FOR THE YEAR ENDED 30 JUNE 2011**

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

*“That, for the purpose of Section 250R (2) of the Corporations Act and for all other purposes, approval is given for the Remuneration Report as contained in the Company’s annual financial report for the year ended 30 June 2011 to be adopted.”*

**Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company.**

**Voting Prohibition Statement:**

A vote on this Resolution must not be cast (in any capacity) by or on behalf of any of the following persons:

- (e) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (f) a Closely Related Party of such a member.

However, a person described above may vote on this Resolution if:

- (e) the person does so as a proxy appointed by writing that specifies how the proxy is to vote on the Resolution; and
- (f) the vote is not cast on behalf of a person described in sub-paragraphs (a) or (b) above.

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5. **RESOLUTION 4 – ADOPTION OF REMUNERATION REPORT FOR THE YEAR ENDED 30 JUNE 2012**

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

*“That, for the purpose of Section 250R (2) of the Corporations Act and for all other purposes, approval is given for the Remuneration Report as contained in the Company’s annual financial report for the year ended 30 June 2012 to be adopted.”*

**Note: the vote on this Resolution is advisory only and does not bind the Directors or the Company.**

**Voting Prohibition Statement:**

A vote on this Resolution must not be cast (in any capacity) by or on behalf of any of the following persons:

- (g) a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- (h) a Closely Related Party of such a member.

However, a person described above may vote on this Resolution if:

- (g) the person does so as a proxy appointed by writing that specifies how the proxy is to vote on the Resolution; and
- (h) the vote is not cast on behalf of a person described in sub-paragraphs (a) or (b) above.

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6. **RESOLUTION 5 – ADOPTION OF REMUNERATION REPORT FOR THE YEAR ENDED 30 JUNE 2013**

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

*“That, for the purpose of Section 250R (2) of the Corporations Act and for all other purposes, approval is given for the Remuneration Report as contained in the Company’s annual financial report for the year ended 30 June 2013 to be adopted.”*

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7. **RESOLUTION 6 – REMOVAL OF AUDITOR**

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

*“That, Ernst and Young, the current auditor of the company, be removed as the auditor of the Company effective from the date of this Meeting.”*

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**8. RESOLUTION 7 – APPOINTMENT OF AUDITOR**

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

*“That, subject to the passing of Resolution 6, Walker Wayland NSW , being qualified to act as auditor of the Company and having consented to act as auditor of the Company, be appointed as the auditor of the Company effective from the Date of this Meeting and the Directors be authorised to agree remuneration.”*

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**9. RESOLUTION 8 – RE-ELECTION OF DIRECTOR – MR ANTHONY CRIMMINS**

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

*“That, for the purpose of the Constitution and for all other purposes, Mr Anthony Crimmins, a Director retires by rotation, and being eligible, is re-elected as a Director.”*

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**10. RESOLUTION 9 – RE-ELECTION OF DIRECTOR – MR GEORGE SIMS**

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

*“That, for the purpose of the Constitution and for all other purposes, Mr George Sims, a Director having been appointed to fill a casual vacancy until the next general meeting, retires, and being eligible, is re-elected as a Director.”*

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**11. RESOLUTION 10 – RE-ELECTION OF DIRECTOR – MR ADRIAN HORBACH**

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

*“That, for the purpose of the Constitution and for all other purposes, Mr Adrian Horbach, a Director having been appointed to fill a casual vacancy until the next general meeting, retires, and being eligible, is re-elected as a Director.”*

**BY ORDER OF THE BOARD**

**GRAEME HOGAN  
COMPANY SECRETARY**

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#### **IV. EXPLANATORY STATEMENT**

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This Explanatory Statement has been prepared for the information of the Shareholders of the Company in connection with the business to be conducted at the Annual General Meeting to be held at the offices of Grant Thornton, Level 19, 2 Market Street, Sydney at 10.00am (EST) on Friday, 31 January 2014.

The Company applied to the Australian Securities and Investment Commission for approval to defer the Annual General Meeting to no later than 31 January 2014. This was granted and advised to the Australian Stock Exchange on 30 October 2013.

This purpose of this Explanatory Statement is to provide information that the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions in the Notice of Meeting.

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#### **1. FINANCIAL STATEMENTS AND REPORTS FOR THE YEARS ENDED 30 JUNE 2009 TO 30 JUNE 2013**

In accordance with the Constitution, the business of the Annual General Meeting will include receipt and consideration of the annual financial reports of the Company for the financial years ended 30 June 2009 through to 30 June 2013 together with the declaration of the directors, the directors' report, the remuneration report and the auditor's report.

The Directors are currently having the financial statements for the above years audited and will forward them to shareholders as soon as they have been completed. The reports will be made available to shareholders as soon as they are completed.

Whilst the Company will not provide a hard copy of the Company's annual financial report when available unless specifically requested to do so, Shareholders may view the Company annual financial report on its website at [www.welcomestrangermining.com](http://www.welcomestrangermining.com).

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#### **2. RESOLUTIONS 1 TO 5 – ADOPTION OF REMUNERATION REPORTS FOR THE YEARS ENDED 30 JUNE 2009 TO 30 JUNE 2013**

##### **2.1 General**

The Corporations Act requires that at a listed company's annual general meeting, a resolution that the remuneration report be adopted must be put to the shareholders. However, such a resolution is advisory only and does not bind the Directors or the Company.

The remuneration report sets out the Company's remuneration arrangements for the Directors and senior management of the Company. The remuneration report is part of the Directors' report contained in the annual financial reports of the Company for the financial years ending 30 June 2009 to 30 June 2013.

A reasonable opportunity will be provided for discussion of the remuneration report at the Annual General Meeting.

##### **2.2 Proxy Restrictions**

Pursuant to the Corporations Act, if you elect to appoint the Chair, or another member of Key Management Personnel whose remuneration details are included in the Remuneration Report or any Closely Related Party of that



member as your proxy to vote on these Resolutions 1 to 5, **you must direct the proxy how they are to vote**. Where you do not direct the Chair, or another member of Key Management Personnel whose remuneration details are included in the Remuneration Report or Closely Related Party of that member on how to vote on these Resolutions 1 to 5, the proxy is prevented by the Corporations Act from exercising your vote and your vote will not be counted in relation to Resolutions 1 to 5.

The Directors recommend these resolutions are passed.

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### 3. RESOLUTIONS 6 & 7 – REMOVAL OF AND APPOINTMENT OF AUDITOR

Under Section 329 of the Corporations Act, an auditor of a company may be removed from office by resolution at a general meeting of which two months notice of intention to move the resolution has been given. The notice of intention to remove Ernst and Young is provided to Shareholders with this Notice of Meeting at Appendix A.

It should be noted under this section, if a company calls a meeting after the notice of intention has been given, the meeting may pass the resolution even though the meeting is held less than 2 months after the notice of intention is given.

The Company seeks approval to remove the auditor. The Company has been satisfied with the audit services provided by Ernst and Young to the Company under its previous name ComSure Limited. However, the Company has been renamed and has new Directors and management whose intentions are to acquire projects and relist on the Australian Stock Exchange Limited. It is the belief that given the Company's new directors and refocus of activities it is appropriate to have new auditors.

If Resolution 6 is passed, the removal of Ernst and Young as the Company's auditor will take effect for the financial reports of the Company for the year ended 30 June 2008 and at the end of this Meeting.

The Directors recommend that Shareholders vote in favour of this Resolution and the Chairman of the Meeting intends to vote any undirected proxies in favour of this Resolution.

Resolution 7 is conditional of Resolution 6 being passed.

Under Section 327D(2) of the Corporations Act, the company in general meeting may appoint an auditor to replace an auditor removed under Section 329 of the Corporations Act.

If Ernst & Young are removed under Resolution 6, the Directors propose that Walker Wayland NSW be appointed as the Company's auditor with effect for the financial reports for the year ended 30 June 2009 onwards and from the close of this Meeting.

Walker Wayland NSW has been nominated be a Shareholder pursuant to Section 328B of the Corporations Act to be appointed as the auditor for the Company. A copy of the nomination is attached to this Notice of Meeting as Appendix B.

Walker Wayland has consented in writing to act as the Company's auditor.

Resolution 7 is a special resolution and as such requires approval of at least 75% of the votes cast by Shareholders present and eligible to vote at the Meeting (by proxy, attorney or otherwise).

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**4. RESOLUTION 8 – RE-ELECTION OF DIRECTOR – MR ANTHONY CRIMMINS**

Clause 53.1 of the Company's Constitution requires that at the Company's annual general meeting in every year, one-third of the Directors for the time being, or, if their number is not a multiple of 3, then the number nearest one-third (rounded upwards in case of doubt), must retire from office, provided always that no Director (except a Managing Director) shall hold office for a period in excess of 3 years, or until the third annual general meeting following his or her appointment, whichever is the longer, without submitting himself or herself for re-election.

The Directors to retire at an annual general meeting are those who have been longest in office since their last election, but, as between persons who became Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by drawing lots.

A Director who retires by rotation under clause 13.2 of the Constitution is eligible for re-election.

The Company currently has 3 directors and accordingly at least 1 must retire.

The Board supports the re-election of Mr Crimmins.

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**5. RESOLUTIONS 9 & 10 - RE-ELECTION OF DIRECTORS – MR GEORGE SIMS AND MR ADRIAN HORBACH**

Clause 53 of the Constitution allows the Directors to appoint at any time a person to be a Director as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Any Director so appointed holds office only until the next following general meeting and is then eligible for re-election.

Mr George Sims retires as a Director, having been appointed as Director to fill a casual vacancy on 2nd August 2013 until the next general meeting, and being eligible seeks re-election.

Mr Adrian Horbach retires as a Director, having been appointed as Director to fill a casual vacancy on 13<sup>th</sup> September 2013 until the next general meeting, and being eligible seeks re-election.

The Board supports the re-election of Mr Sims and Mr Horbach.

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**6. ENQUIRIES**

Shareholders are required to contact the Company Secretary on +61 2 9571 8300 if they have any queries in respect of the matters set out in these documents.

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## V. GLOSSARY

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\$ means Australian dollars.

**Annual General Meeting or AGM or Meeting** means the meeting convened by the Notice of Meeting.

**ASIC** means the Australian Securities and Investments Commission.

**ASX** means ASX Limited.

**ASX Listing Rules or Listing Rules** means the Listing Rules of ASX.

**Board** means the current board of directors of the Company.

**Business Day** means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day, and any other day that ASX declares is not a business day.

**Company** means Welcome Stranger Mining Limited (ACN 007 670 386).

**Constitution** means the Company's constitution.

**Corporations Act** means the *Corporations Act 2001* (Cth).

**Directors** mean the current directors of the Company.

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

**EST** means Eastern Standard Time as observed in Sydney, New South Wales.

**Explanatory Statement** means the explanatory statement accompanying the Notice of Meeting.

**Notice or Notice of Meeting or Notice of Annual General Meeting** means this notice of annual general meeting including the Explanatory Statement.

**Remuneration Report** means the remuneration report set out in the Director's report section of the Company's annual financial report for the year ended 30 June 2013.

**Resolutions** means the resolutions set out in the Notice of Meeting, or any one of them, as the context requires.

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

**Shareholder** means a registered holder of a Share.

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**PROXY FORM**

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**APPOINTMENT OF PROXY**  
**WELCOME STRANGER MINING LIMITED**  
**ABN 31 122 826 242**

**2013 ANNUAL GENERAL MEETING**

I/We

of

being a member of Welcome Stranger Mining Limited entitled to attend and vote at the Annual General Meeting, hereby

Appoint

Name of proxy

OR

☐

the Chair of the Annual General Meeting as your proxy

or failing the person so named or, if no person is named, the Chair of the Annual General Meeting, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, as the proxy sees fit, at the Annual General Meeting to be held at 10.00am (EST), on Friday, 29 November 2013 at the offices of Grant Thornton, Level 19, 2 Market Street, Sydney, NSW, 2000 and at any adjournment thereof.

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**Important Proxy Notice for Resolutions 1 to 5:** Where your proxy is the Chair of the Meeting, or any member of the Key Management Personnel of the Company whose remuneration details are included in the Remuneration Report, or a Closely Related Party of that member:

- (a) if you have not directed your proxy to vote on Resolutions 1 to 5, your proxy will be prevented from casting your votes on Resolutions 1 to 5; and  
(b) in order for your votes to be counted on Resolutions 1 to 5, ***you must direct your proxy how to vote*** on Resolutions 1 to 5.

☐

If the Chair of the Annual General Meeting is appointed as your proxy, or may be appointed by default, and you do **not** wish to direct your proxy how to vote as your proxy please place a mark in this box.

The Chair of the Annual General Meeting intends to vote undirected proxies in favour of Resolutions 1 to 10.

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**Voting on Business of the Annual General Meeting**

		FOR	AGAINST	ABSTAIN
Resolution 1	Adoption of Remuneration Report – June 2009	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Adoption of Remuneration Report – June 2010	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Adoption of Remuneration Report – June 2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Adoption of Remuneration Report – June 2012	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Adoption of Remuneration Report – June 2013	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Removal of auditor – Ernst & Young	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Appointment of auditor – Walker Wayland NSW	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Re-election of Director – Mr Anthony Crimmins	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Re-election of Director – Mr George Sims	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Re-election of Director – Mr Adrian Horbach	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**Please note:** If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution on a show of hands or on a poll and your votes will not to be counted in computing the required majority on a poll.

If two proxies are being appointed, the proportion of voting rights this proxy represents is \_\_\_\_\_ %

Signature of Member(s): \_\_\_\_\_ Date: \_\_\_\_\_

Individual or Member 1

Member 2

Member 3

Sole  
Secretary

Director/Company

Director

Director/Company Secretary

Contact Name: \_\_\_\_\_ Contact Ph (daytime): \_\_\_\_\_

**WELCOME STRANGER MINING LIMITED**  
**ABN 31 122 826 242**

**Instructions for Completing 'Appointment of Proxy' Form**

1. **(Appointing a Proxy):** A member entitled to attend and vote at an Annual General Meeting is entitled to appoint not more than two proxies to attend and vote on a poll on their behalf. The appointment of a second proxy must be done on a separate copy of the Proxy Form. Where more than one proxy is appointed, such proxy must be allocated a proportion of the member's voting rights. If a member appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half the votes. A duly appointed proxy need not be a member of the Company.
2. **(Direction to Vote):** A member may direct a proxy how to vote by marking one of the boxes opposite each item of business. Where a box is not marked the proxy may vote as they choose. Where more than one box is marked on an item the vote will be invalid on that item.

Unless authorised by ASIC, if a member of Key Management Personnel or their Closely Related Parties is appointed as a proxy, they are not permitted to vote undirected proxies on remuneration matters (arising directly or indirectly in connection with remuneration of Key Management Personnel), related party benefit matters under Chapter 2E of the Corporations Act and any spill resolutions. However, the chair may vote a proxy that does not specify how it is to be voted, provided the member who has lodged the proxy has provided their consent in the proxy form for the chair to exercise the proxy in its discretion (save in relation to the remuneration report where a direction is required).

3. **(New sections 250BB and 250BC of the Corporations Act):** These sections came into effect on 1 August 2011 and apply to voting by proxy on or after that date. Shareholders and their proxies should be aware of these changes to the Corporations Act, as they will apply to this Annual General Meeting. Broadly, the changes mean that:
  - if proxy holders vote, they must cast all directed proxies as directed; and
  - any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Further details on these changes are set out below.

***Proxy vote if appointment specifies way to vote***

Section 250BB(1) of the Corporations Act provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed); and
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands; and
- if the proxy is the chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- if the proxy is not the chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

### ***Transfer of non-chair proxy to chair in certain circumstances***

Section 250BC of the Corporations Act provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company's members; and
- the appointed proxy is not the chair of the meeting; and
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
  - the proxy is not recorded as attending the meeting;
  - the proxy does not vote on the resolution,

the chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

#### **4. (Signing Instructions):**

- **(Individual)**: Where the holding is in one name, the member must sign.
- **(Joint Holding)**: Where the holding is in more than one name, all of the members must sign.
- **(Power of Attorney)**: If you have not already provided the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.
- **(Companies)**: Where the company has a sole director who is also the sole company secretary, that person must sign. Where the company (pursuant to Section 204A of the Corporations Act) does not have a company secretary, a sole director can also sign alone. Otherwise, a director jointly with either another director or a company secretary must sign. Please sign in the appropriate place to indicate the office held.

#### **5. (Attending the Meeting)**: Completion of a Proxy Form will not prevent individual members from attending the Annual General Meeting in person if they wish. Where a member completes and lodges a valid proxy form and attends the Annual General Meeting in person, then the proxy's authority to speak and vote for that member is suspended while the member is present at the Annual General Meeting.

#### **6. (Return of Proxy Form)**: To vote by proxy, please complete and sign the enclosed Proxy Form and return by:

1. (a) post to Welcome Stranger Mining Limited, Level 6, Suite 8, 55 Miller Street, Pyrmont, NSW 2009;
2. (b) facsimile to the Company on facsimile number (+61 2) 9571 8200; or
3. (c) email to the Company at s.birkin@jatenergy.com,

so that it is received not later than 10.00am (EST) on Wednesday, 27 November 2013.

**Proxy forms received later than this time will be invalid.**