



17 October 2013

**ASX Announcement**

**AGM Notice of Meeting**

**Exoma Energy Limited (ASX:EXE)** attaches a copy of its Annual General Meeting Notice of Meeting. The venue for the Annual General Meeting has been changed from the Company's registered office (as previously advised). The Annual General Meeting will be held at 10.00 am (Brisbane time) on Thursday, 28<sup>th</sup> November 2013 at The Holdway Room, Tattersall's Club, 215 Queen Street, Brisbane.

**FURTHER INFORMATION**

Josie King  
Company Secretary  
+61 7 3226 5600

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**EXOMA ENERGY LIMITED**  
**A C N 1 2 5 9 4 3 2 4 0**

## **NOTICE OF ANNUAL GENERAL MEETING**

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**The Annual General Meeting of the Company will be held at The Holdway Room, Tattersall's Club, 215 Queen Street, Brisbane, Queensland on Thursday 28<sup>th</sup> November 2013 at 10.00 am (Brisbane time)**

*This Notice of Annual General Meeting should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.*

***Should you wish to discuss any matter please do not hesitate to contact the Company Secretary by telephone on +61 (07) 3226 5600.***

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## EXOMA ENERGY LIMITED

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### NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the annual general meeting of shareholders of Exoma Energy Limited (**Company**) will be held at The Holdway Room, Tattersall's Club, 215 Queen Street, Brisbane, Queensland on Thursday 28<sup>th</sup> November 2013 at 10.00 am (Brisbane time) (**Meeting**).

The Explanatory Memorandum to this Notice provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum forms part of this Notice.

The Directors have determined pursuant to regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders on Tuesday 26<sup>th</sup> November 2013 at 7.00pm (Sydney time).

Terms and abbreviations used in this Notice and the Explanatory Memorandum are defined in Schedule 1.

### ORDINARY BUSINESS

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#### 1. Annual Report

To receive and consider the financial statements of the Company and its controlled entities for the financial year ended 30 June 2013, together with the Directors' Report and Auditor's Report, as set out in the Annual Report.

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#### 2. Resolution 1 – Adoption of Remuneration Report

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

*That the Remuneration Report for the year ended 30 June 2013 be adopted.*

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#### 3. Resolution 2 – Re-Election of Mr Brian Barker as a Director

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

*That Mr Brian Barker, who retires by rotation in accordance with the Constitution and, being eligible, offers himself for re-election, be re-elected as a Director.*

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#### 4. Resolution 3 – Share Issue Mandate Resolution

To consider and, if thought fit, to pass the following resolution as a special resolution:

*That for the purpose of ASX Listing Rule 7.1A, and for all other purposes, the Company approve the issue of up to 10% of the issued capital of the Company (at the time of the issue), calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and on the terms and conditions set out in the explanatory memorandum.*

Note: In accordance with ASX Listing Rule 7.1A, for the Share Issue Mandate Resolution to be effective, a special majority, being 75% of votes cast by Shareholders present and eligible to vote (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative), must be voted in favour of the resolution.

**Voting Exclusions:**

The Company will disregard any votes cast on:

- Resolution 1 by any member of Key Management Personnel of the Group or any Closely Related Party of such a member; and
- Resolution 3, by:
  - (a) a person who may participate in the proposed issue; and
  - (b) a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, if the resolution is passed;or any associate of such a person.

However, the Company will not disregard a vote if it is cast:

- (a) by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (b) by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides (even if the resolution is connected directly or indirectly with the remuneration of Key Management Personnel).

**Important note on Voting Exclusion statement for Resolution 3:**

At the date of this notice, the proposed allottees of the securities are not as yet known or identified. For a person's vote to be excluded, it must be known that that person will participate in the proposed issue. Where it is not known who will participate in the proposed issue, Shareholders must consider the proposal on the basis that they may or may not get a benefit and that it is possible that their holding will be diluted.

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## Other information

Shareholders should read this Notice and the Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

### Proxies

Please note that:

- (a) a Shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a Shareholder;
- (c) a Shareholder may appoint a body corporate or an individual as its proxy;
- (d) a body corporate appointed as a proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy; and
- (e) Shareholders entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed proxy form provides further details on appointing proxies and lodging proxy forms. If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, a certificate of the appointment of corporate representative should be completed and lodged in the manner specified below.

If proxy holders vote on a poll, they must vote all directed proxies as directed. Any directed proxies which are not voted on a poll will automatically default to the Chairman of the Meeting, who must vote the proxies as directed.

Proxy forms must be lodged by 10.00am (Brisbane time) on Tuesday, 26<sup>th</sup> November 2013 as follows:

- (i) delivered by post to the Share Registry of the Company, Computershare Investor Services Pty Limited, GPO Box 242, Melbourne, Victoria 3001; or
- (ii) sent by fax to the Share Registry of the Company, Computershare Investor Services Pty Limited on 1800 783 447 (within Australia) or + 61 3 9473 2555 (outside Australia).

### Important information concerning proxy votes on Resolution 1

The Corporations Act places certain restrictions on the ability of Key Management Personnel (including the Chairman of the Meeting) and their Closely Related Parties to vote on Resolution 1, including where they are voting as proxy for another Shareholder.

To ensure that your votes are counted, you are encouraged to direct your proxy as to how to vote on Resolution 1 by indicating your preference on the proxy form.

### The Chairman of the Meeting intends to vote all undirected proxies in favour of Resolution 1.

If you appoint the Chairman of the Meeting as your proxy but you do not direct the Chairman how to vote in respect of Resolution 1, you will be authorising the Chairman to vote **in favour of Resolution 1** and the Chairman will vote this way in respect of your shares, even though Resolution 1 is connected with the remuneration of Key Management Personnel.

**Corporate representatives**

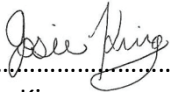
Any:

- corporate Shareholder; or
- corporate proxy appointed by a Shareholder,

which has appointed an individual to act as its corporate representative at the Meeting should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent to the Company or its share registry, Computershare Investor Services Pty Limited, in advance of the Meeting or handed in at the Meeting when registering as a corporate representative. If you require an Appointment of Corporate Representative form or if you have any queries on how to cast your votes, please contact Computershare Investor Services Pty Limited, on 1300 552 270 (within Australia) or +61 3 9415 4000 (outside Australia).

Dated 17 October 2013

By Order of the Board



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Josie King  
Company Secretary  
Exoma Energy Limited

## **EXPLANATORY MEMORANDUM**

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### **1. Introduction**

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the business to be conducted at the Meeting to be held at The Holdway Room, Tattersall's Club, 215 Queen Street, Brisbane, Queensland on Thursday 28<sup>th</sup> November 2013 at 10.00 am (Brisbane time).

This Explanatory Memorandum should be read in conjunction with and forms part of the accompanying Notice. The purpose of this Explanatory Memorandum is to provide information to Shareholders in deciding whether or not to pass the resolutions set out in the Notice.

A Proxy Form accompanies the Notice.

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### **2. Annual Report**

Shareholders will be offered the opportunity to discuss the Annual Report at the Meeting. Copies of the report can be found on the Company's website [www.exoma.net](http://www.exoma.net) or by contacting the Company on +61 (07) 3226 5600.

There is no requirement for Shareholders to approve the Annual Report.

Shareholders will be offered the opportunity to:

- (a) discuss the Annual Report for the financial year ended 30 June 2013;
- (b) ask questions or make comment on the management of the Company; and
- (c) ask the auditor questions about:
  - the accounting policies adopted by the Company in relation to the preparation of the Financial Statements;
  - the independence of the auditor in relation to the conduct of the audit;
  - the conduct of the audit; and
  - the preparation and content of the Auditor's Report.

In addition to taking questions at the Meeting, written questions to the Company's auditor about:

- (a) the content of the Auditor's Report; or
- (b) the conduct of the audit.

may be submitted no later than 5 business days before the Meeting to the Company Secretary at the Company's registered office.

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### **3. Resolution 1 – Adoption of Remuneration Report**

Pursuant to section 250R(2) of the Corporations Act, the Company is required to put the Remuneration Report to the vote of Shareholders. The Directors' Report for the year ended 30 June 2013 contains the Remuneration Report which sets out the remuneration policy for the Company and reports on the remuneration arrangements in place for the Directors and Key Management Personnel.

Resolution 1 is advisory only and does not bind the Directors of the Company. Of itself, a failure of Shareholders to pass Resolution 1 will not require the Directors to alter any of the arrangements in the Remuneration Report.

However, the Corporations Act provides that, where a resolution on the Remuneration Report receives a 'no' vote of 25% or more of the votes cast at two consecutive annual general meetings, the Company will be required to put to Shareholders at the second annual general meeting, a resolution on whether another meeting should be held (within 90 days) at which all Directors (other than the managing director, if any) who were in office at the date of approval of the applicable Directors' Report must stand for re-election.

Therefore, if the Remuneration Report receives a 'no' vote of 25% or more at this Meeting, Shareholders should be aware that if there is a 'no' vote of 25% or more at the next annual general meeting the consequences are that all Directors (other than the managing director, if any) may be up for re-election.

The resolution to approve the Remuneration Report was passed on a show of hands at the Company's 2012 Annual General Meeting.

The Chairman will allow a reasonable opportunity for Shareholders to ask about, or make comments on the Remuneration Report.

Shareholders are urged to vote on Resolution 1 as the 25% threshold is calculated as a percentage of the votes actually cast on the resolution. The Directors unanimously recommend that Shareholders vote in favour of Resolution 1.

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### **4. Resolution 2 – Re-election of Mr Brian Barker as a Director**

Article 13.2 of the Constitution requires that one third of the Directors must retire at each annual general meeting. Article 13.2 also provides that any director who so retires is eligible for re-election at that meeting.

Pursuant to Article 13.2 Mr Brian Barker will retire by rotation and, being eligible, seeks re-election.

Mr. Barker has been Non-Executive Director of the Company since 26 October 2009 and Chairman since 31 March 2010. Mr. Barker has more than 35 years experience in the upstream oil and gas industry in Australia, Papua New Guinea, Asia, Europe and Africa. He also has extensive petroleum services experience in both rig ownership and rig contracting. Since 2004 Mr. Barker has been advising PNG Government-owned corporations on their oil and gas interests and since 2007 he has been heavily involved in representing these corporations in the Exxon Mobil operated PNG LNG Project. Mr. Barker has published papers on the economics of Coal Seam Gas development and production.

The Board believes that Mr. Barker has performed the duties and responsibilities of a Director and as Chairman of the Board, diligently and professionally, in the best interests of all Shareholders.



## 5. Resolution 3 – Share Issue Mandate Resolution

### General

ASX Listing Rule 7.1A provides that eligible entities may seek shareholder approval to issue equity securities up to 10% of the entity's issued capital at the time of issue or agreement, through placements<sup>1</sup> over a 12 month period after the date that shareholders approve the mandate to issue further securities (**Share Issue Mandate**). The Company obtained this approval at the 2012 Annual General Meeting but has not issued any shares under the Share Issue Mandate.

An eligible entity for the purposes of ASX Listing Rules 7.1A is an entity that is not included in the S&P/ASX 300 Index and has a market capitalisation of \$300 million or less.

As at Tuesday, 1<sup>st</sup> October 2013, the Company's market capitalisation was \$6,262,655 based on the closing trading price of \$0.015 on that date. The Company is not included in the S&P/ASX300 Index as at the time of this notice. The Company is therefore an eligible entity for the purposes of ASX Listing Rule 7.1A.

The Share Issue Mandate is in addition to the Company's 15% placement capacity under ASX Listing Rule 7.1, and can provide the Company with capacity to issue up to 25% (in aggregate) of its issued share capital in any 12 month period.

The ability to issue securities under the Share Issue Mandate is subject to shareholder approval by way of a special resolution. This requires the approval of 75% of the votes cast by Shareholders present and eligible to vote.

### Specific information required by the ASX Listing Rules

For the purposes of ASX Listing Rule 7.3A, the Company advises as follows:

<b>Minimum issue price</b>	The Company's equity securities will be issued at an issue price of not less than 75% of the volume weighted average price of the Company's securities in that class over the 15 trading days immediately before: <ul style="list-style-type: none"><li>(a) the date on which the price at which the securities are to be issued is agreed; or</li><li>(b) if the securities are not issued within five trading days of the date in paragraph (a) above, the date on which the securities are issued.</li></ul>
<b>Type of securities that may be issued</b>	Any equity securities issued under the Share Issue Mandate must be in the same class as an existing quoted class of securities of the Company.

<sup>1</sup> To sophisticated, professional and institutional investors (as those terms are defined in the Corporations Act).  
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<b>Potential risk of dilution</b>	<p>There is a risk that the:</p> <ul style="list-style-type: none"> <li>(a) market price for equity securities in that class may be significantly lower on the date of issue than on the date of the approval under ASX Listing Rule 7.1A; and</li> <li>(b) the equity securities may be issued at a price that is at a discount to the market price for those equity securities on the issue date.</li> </ul> <p>See the dilution table below for further information about the potential risk of dilution from the Share Issue Mandate.</p>
<b>Timing of potential issues</b>	<p>The Company will only issue and allot the securities during the 12 months after the date of the Annual General Meeting at which the approval is obtained. The approval under the Share Issue Mandate Resolution for the issue of equity securities will cease to be valid in the event that holders of the Company's equity securities approve a transaction involving a significant change to the nature or scale of the Company's activities<sup>2</sup> or disposal of its main undertaking<sup>3</sup>.</p>
<b>Purpose of potential issues</b>	<p>The Company may seek to issue the equity securities for cash and/or non-cash consideration for the following purposes:</p> <ul style="list-style-type: none"> <li>• To fund exploration in the Company's current and future Authorities to Prospect;</li> <li>• To fund investments in new ventures whether by way of acquisition, farmin-in, joint venture or otherwise;</li> <li>• To fund working capital.</li> </ul>
<b>Allocation policy</b>	<p>The Company's allocation policy will be dependent on the prevailing market conditions at the time of any proposed issue pursuant to the Share Issue Mandate. The identity of the allottees of equity securities will be determined on a case-by-case basis having regard to factors including, but not limited to, the following:</p> <ul style="list-style-type: none"> <li>(a) the methods of raising funds that are available to the Company;</li> <li>(b) the effect of the issue of the equity securities on the control of the Company;</li> <li>(c) the financial situation and solvency of the Company; and</li> <li>(d) advice from corporate, financial and broking advisers (if applicable).</li> </ul> <p>The allottees under the Share Issue Mandate have not been determined as at the date of this notice but may include existing substantial holders of equity securities who are not related parties or associates of a related party of the Company.</p>
<b>Prior shareholder approval</b>	<p>The Company previously obtained the approval of its Shareholders for the purpose of a Share Issue Mandate under ASX Listing Rule 7.1A at the 2012 Annual General Meeting on 29<sup>th</sup> November 2012. This approval expires on 29<sup>th</sup> November 2013. The Company has not issued any securities in the 12 months preceding the date of the Annual General Meeting.</p>

<sup>2</sup> Listing Rule 11.1.2.

<sup>3</sup> Listing Rule 11.2.

## Dilution table

The table below shows the potential dilution of holders of the Company's ordinary shares on the basis of three different assumed issue prices and numbers of equity securities on issue as at Tuesday, 1<sup>st</sup> October 2013:

Issued share capital	Dilution when compared with the current issued share capital	Issue of 10% of share capital		
		A\$0.008 per Share (50% decrease in issue price)	A\$0.016 per Share (Issue price)	A\$0.024 per Share (50% increase in issue price)
<b>417,510,359</b> <b>(Current issued share capital)</b>	<b>10% dilution</b>	41,751,036 shares	41,751,036 shares	41,751,036 shares
	<b>Funds raised</b>	A\$313,133	A\$626,266	A\$939,398
<b>626,265,539</b> <b>(50% increase in issued share capital)</b>	<b>15% dilution</b>	62,626,554 shares	62,626,554 shares	62,626,554 shares
	<b>Funds raised</b>	A\$469,699	A\$939,398	A\$1,409,097
<b>835,020,718</b> <b>(100% increase in issued share capital)</b>	<b>20% dilution</b>	83,502,072 shares	83,502,072 shares	83,502,072 shares
	<b>Funds raised</b>	A\$626,266	A\$1,252,531	A\$1,878,797

The table has been prepared on the following assumptions:

- (A) The issue price is \$0.015 based on the closing price of shares on Tuesday, 1<sup>st</sup> October 2013.
- (B) The current issued share capital has been calculated in accordance with the formula in ASX Listing Rule 7.1A.2 as at Tuesday, 1<sup>st</sup> October 2013.
- (C) The Company issues the maximum number of equity securities available under the Share Issue Mandate.
- (D) No options are exercised or converted into Shares.
- (E) The table shows only the effect of issues of the Company's equity securities under the Share Issue Mandate, not under the Company's 15% placement capacity.

## Schedule 1 – Definitions

In the Notice and this Explanatory Memorandum:

**Annual Report** means the Directors' Report, the Financial Report and the Auditor's Report thereon, in respect to the financial year ended 30 June 2013.

**ASX** means ASX Limited ACN 008 624 691, or the stock market operated by it, as the context requires.

**ASX Listing Rules** means the official listing rules of the ASX

**Auditor's Report** means the auditor's report on the Financial Report.

**Board** means the board of Directors of the Company.

**Closely Related Party** has the meaning in section 9 of the Corporations Act.

**Company** or **Exoma Energy** means Exoma Energy Limited ACN 125 943 240.

**Constitution** means the constitution of the Company.

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

**Director** means a director of the Company.

**Directors' Report** means the annual directors' report prepared under chapter 2M of the Corporations Act for the Company and its controlled entities.

**Explanatory Memorandum** means this explanatory memorandum to the Notice.

**Financial Report** means the 2013 annual financial report prepared under chapter 2M of the Corporations Act for the Company and its controlled entities.

**Group** means the Company and its controlled entities.

**Key Management Personnel** means a person having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

**Meeting** has the meaning given in the introductory paragraph of this Notice.

**Notice** means the notice of Annual General Meeting to which this Explanatory Memorandum is attached.

**Proxy Form** means the proxy form which accompanies the Notice.

**Remuneration Report** means the remuneration report of the Company contained in the Director's report.

**Schedule** means a schedule to this Notice.

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

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

Words importing the singular include the plural and conversely.

## Lodge your vote:



### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242 Melbourne  
Victoria 3001 Australia

Alternatively you can fax your form to  
(within Australia) 1800 783 447  
(outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only  
(custodians) [www.intermediaryonline.com](http://www.intermediaryonline.com)

### For all enquiries call:

(within Australia) 1300 552 270  
(outside Australia) +61 3 9415 4000

└ 000001 000 EXE  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

## Proxy Form

For your vote to be effective it must be received by 10:00am (Brisbane Time) on Tuesday 26th November 2013

### How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

#### Appointment of Proxy

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.**

### Signing Instructions

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders should sign.

**Power of Attorney:** If you have not already lodged 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, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

### Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at [www.investorcentre.com](http://www.investorcentre.com) under the information tab, "Downloadable Forms".

**Comments & Questions:** If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

**Turn over to complete the form** ➔



View your securityholder information, 24 hours a day, 7 days a week:

**[www.investorcentre.com](http://www.investorcentre.com)**

- ☒ Review your securityholding
- ☒ Update your securityholding

**Your secure access information is:**

**SRN/HIN: I9999999999**



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

☐

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



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# Proxy Form

Please mark ☒ to indicate your directions

STEP 1

Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Exoma Energy Limited hereby appoint

☐ the Chairman of the Meeting

 OR 

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Exoma Energy Limited to be held at The Holdway Room, Tattersall's Club, 215 Queen Street, Brisbane, Queensland on Thursday 28th November 2013 at 10.00am (Brisbane Time) and at any adjournment or postponement of that Meeting.

**Chairman authorised to exercise undirected proxies on remuneration related resolutions:** Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on **Item 1** (except where I/we have indicated a different voting intention below) even though **Item 1** connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

**Important Note:** If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on **Item 1** by marking the appropriate box in step 2 below.

STEP 2

Items of Business

**PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
1 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-Election of Mr Brian Barker as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Share Issue Mandate Resolution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote all available proxies in favour of each item of business.

SIGN

Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date / /