



## **ENERGY WORLD CORPORATION LTD.**

9A Seaforth Crescent  
Seaforth, NSW, 2092

Tel: (61 2) 9247 6888  
Fax: (61 2) 9247 6100

20 September 2012

The Listing Manager  
Company Announcement Platform  
ASX Limited

Total no. of page(s): 1 + Attachment

### **ENERGY WORLD CORPORATION LIMITED ("EWC") NOTICE OF ANNUAL GENERAL MEETING**

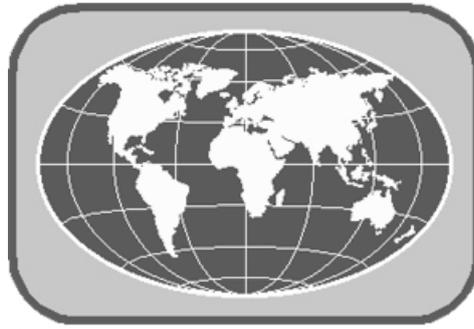
Dear Sirs,

The Directors of EWC are pleased to advise that the Annual General Meeting of Shareholders of the Company will be held on 22<sup>nd</sup> November 2012 at 10.00a.m., in the Elizabeth Room, Level 2, Royal Automobile Club of Australia, 89 Macquarie Street, Sydney NSW. A copy of the Notice of Annual General Meeting is attached.

Yours faithfully,  
For and on behalf of  
ENERGY WORLD CORPORATION LTD.

A handwritten signature in black ink, appearing to read 'Ian W. Jordan'.

Ian W. Jordan  
Company Secretary



**ENERGY WORLD**  
**CORPORATION LIMITED**  
A.C.N. 009 124 994

# **NOTICE OF ANNUAL GENERAL MEETING**

**THURSDAY 22 NOVEMBER 2012**

**10:00 a.m.**

**Royal Automobile Club of Australia,  
The Elizabeth Room, Level 2, 89 Macquarie Street  
Sydney, NSW**

## **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting of the Shareholders of Energy World Corporation Ltd. will be held at **The Elizabeth Room, Level 2, Royal Automobile Club of Australia, 89 Macquarie Street, Sydney, NSW, on Thursday 22 November 2012 at 10.00a.m.**

The Explanatory Memorandum, the Proxy Form and the Appointment of Corporate Representative Form accompanying this Notice of Annual General Meeting are incorporated in and comprise part of this Notice of Annual General Meeting.

In order to determine voting entitlements, Shareholders will be those entered upon the register of members by 7pm (Sydney time), Tuesday 20 November 2012.

### **AGENDA**

#### **ORDINARY BUSINESS:**

##### **Ordinary Business: 2012 Accounts:**

"To receive and consider the Directors' report, the balance sheet, profit and loss account and cashflow statement for the year ended 30 June 2012 and the auditor's report on the accounts of the economic entity."

##### **Resolution 1 – Re-election of a Non-Executive Director**

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

"That Mr. Michael Philip O'Neill, a Non-Executive Director retiring by rotation in accordance with the Company's Constitution and being eligible offers himself for re-election, be re-elected as a Non-Executive Director of the Company."

Information about Mr. Michael Philip O'Neill, is set out in the 2012 Annual Report of EWC.

##### **Resolution 2 – Re-election of a Non-Executive Director**

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

"That Dr. Brian Derek Littlechild, a Non-Executive Director retiring by rotation in accordance with the Company's Constitution and being eligible offers himself for re-election, be re-elected as a Non-Executive Director of the Company."

Information about Dr. Brian Derek Littlechild, is set out in the 2012 Annual Report of EWC.

##### **Resolution 3 – Appointment of Auditor**

To appoint Ernst & Young as the Company's auditor. Ernst & Young having been nominated for appointment, has consented to act as auditor.

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

"That Ernst & Young be appointed as auditor of the Company."

**Resolution 4 –Remuneration Report**

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

"That the Remuneration Report be adopted by the Shareholders on the terms and conditions in the Explanatory Memorandum."

**VOTING EXCLUSION STATEMENT**

The Company will disregard any votes cast on the resolution to be put to Shareholders at the Annual General Meeting by any of the persons referred to in that resolution or any associates of those persons. The Company will not be required to disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with specific directions on the proxy form, or where the vote is cast by the person chairing the Meeting as proxy for a person who is entitled to vote, in accordance with a specific direction on the proxy form.

**Consequently**

- (a) For Resolution 1, votes cast by Mr. Michael Philip O'Neill or any party related thereto will be disallowed.
- (b) For Resolution 2, votes cast by Dr. Brian Derek Littlechild or any party related thereto, will be disallowed.
- (c) For Resolution 4, votes cast by any Director, or any party related thereto or by any Key Management Personnel ("KMP") or any related party thereto including Energy World International Limited, will be disallowed.

The Company has determined in accordance with Section 1109N of the Corporations Act, that for the purpose of voting at the meeting, shares will be taken to be held by those who hold them at 7pm (Sydney time) on 20 November 2012.

In order to vote on behalf of a Company that is a Shareholder of EWC, a valid Appointment of Corporate Representative must be either lodged with the Company prior to the Meeting, or be presented at the meeting before registering on the Attendance Register for the Annual General Meeting. An Appointment of Corporate Representative form is enclosed if required.

Each proxy form (together with the power of attorney (if any) under which the proxy form is signed or a certified copy of that power of attorney) must be received by Computershare Investor Services Pty. Limited not less than 48 hours before the time fixed for holding of the Meeting. Proxies may be faxed to Computershare Investor Services Pty. Limited on 03 9473 2555.

By order of the Board



IAN W. JORDAN  
COMPANY SECRETARY

Date: 19 September 2012

## **PROXIES**

### ***Votes By Proxy***

- (a) Any Member may appoint not more than 2 proxies to vote on his behalf.
- (b) A proxy need not be a Member of the Company.
- (c) Where a Member appoints 2 proxies, each proxy may be appointed to represent a specified proportion or number of the Member's voting rights. Any fractions of votes resulting from the application of this Regulation are to be disregarded.

A vote given or act done in accordance with the terms of an instrument of proxy or power of attorney is valid notwithstanding the previous death of the principal or revocation of the proxy or power of attorney in respect to which the vote is given or act done provided no duly authenticated intimation in writing of the death or revocation has been received at the office before the vote is given or act done.

A proxy may be revoked at any time by notice in writing to the Company.

### ***Instrument Appointing A Proxy***

The instrument appointing a proxy (and the power of attorney (if any) under which it is signed or a certified copy thereof) shall be deposited at the office, or any other place notified in the Notice of Meeting, not less than 48 hours before the Meeting or adjourned Meeting as the case may be at which the person named in such instrument proposes to vote.

An instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if such appointor is a corporation under its common seal or the hand of its attorney or officer duly authorised. The instrument appointing a proxy is deemed to confer authority to vote on a show of hands, to demand or join in demanding a poll and to vote on an adjournment of a Meeting.

A proxy may only be for a single Meeting and any postponement or adjournment thereof and each proxy shall specify the day upon which the Meeting at which it is intended to be used is to be held and be available only at the Meeting so specified.

An instrument appointing a proxy may specify the manner, in which the proxy is to vote in respect of a particular resolution and, where an instrument of proxy so provides, the proxy is not entitled to vote on the resolution except as specified in the instrument. If a proxy has two or more appointments that specify different ways to vote on the resolution, the proxy must not vote on a show of hands.

Every instrument of proxy shall be in the form determined by the Directors from time to time and may make provision for the Chairperson of the Meeting to act as proxy in the absence of any other appointment or if the person or persons nominated fails or all fail to attend.

### ***Representatives of Corporate Shareholders***

A body corporate ("the Appointor") that is a Shareholder may authorise, in accordance with Section 250D of the Corporations Act, such person or persons as it may determine to act as its representative at any general meeting of the Company or of any class of Shareholders. A person so authorised shall be entitled to exercise all the rights and privileges of the Appointor as a Shareholder. When a representative is present at a general meeting of the Company, the Appointor shall be deemed to be personally present at the general meeting unless the representative is otherwise entitled to be present at the general meeting. In order to vote on behalf of a Company that is a Shareholder of EWC, a valid Appointment of Corporate Representative, must be either lodged with the Company prior to the Meeting, or be presented at the Meeting before registering on the Attendance Register for the Annual General Meeting. An appointment of Corporate Representative form is enclosed if required.

**APPOINTMENT OF CORPORATE REPRESENTATIVE**  
**Pursuant to Section 250D of the Corporations Act**

---

(insert name of Member Company)

hereby certifies that it has appointed

---

(insert name of Corporate Representative)

to act as a representative at the Annual General Meeting of Energy World Corporation Ltd. to be held on Thursday, 22 November 2012.

Dated this ..... day of ..... 2012

The Common Seal of .....

were hereto affixed in accordance  
with its Articles of Association in  
the presence of:

.....  
Director

.....  
Director/Secretary

In accordance with the Company's constitution, this authority must be sent to the Company 48 hours in advance of the Meeting. The authority will be retained by Energy World Corporation Ltd.

Please send the completed form by mail or facsimile to Computershare Investor Services Pty. Limited not less than 48 hours before the time fixed for holding of the Meeting. Proxies may be faxed to Computershare Investor Services Pty. Limited on 03 9473 2555.

## EXPLANATORY MEMORANDUM

For the benefit of Shareholders of the Company, the resolutions referred to in the Notice of Annual General Meeting are explained below:

### **Resolution 4 – Adoption of Directors Remuneration**

Pursuant to section 250R(2) of the Corporations Act the Company is required to put the Remuneration Report to the vote of Shareholders. The Annual Report for the year ended 30 June 2012 contains the Remuneration Report, which describes the remuneration policies of the Company and reports the remuneration arrangements in place for the Executive Directors, Independent Non-Executive Directors and specified directors.

The provisions of the Corporations Act provide that there need only be an advisory vote of Shareholders. This resolution is advisory only and does not bind the Directors of the Company. Of itself a failure of Shareholders to pass this resolution will not require the Directors to alter any of the arrangements in the Remuneration Report, however the Board will take the outcome of the vote into consideration when considering the remuneration policy.

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

The Chairman may vote open proxies in favour of the Remuneration Resolution, Resolution 4, only provided that the Shareholder provides express permission to do so. Shareholders should read carefully the voting instructions contained on the Proxy Form.

Should this resolution receive “No” votes amounting to more than 25 percent of total votes in two successive years a vote on whether to call a “Spill Meeting” when all Directors must stand for re-election, will be but at the AGM when the second “Strike” is recorded. Consequently, this resolution will require a poll to ensure that the 25 percent threshold is not breached.

## **Voting**

Certain Shareholders may not be permitted to vote on each Resolution set out in the Notice of Annual General Meeting. Please refer to the voting exclusion statement in the Notice of Annual General Meeting for details of the voting exclusions applicable to each Resolution.

## **Recommendation**

The Board unanimously recommends that eligible Shareholders vote in favour of Resolution 3.

In relation to Resolutions 1, the Board (other than Mr. Michael Philip O'Neill who abstained because of his interest in this Resolution) recommends that eligible Shareholders vote in favour of the Resolution.

In relation to Resolution 2, the Board (other than Dr. Brian Derek Littlechild who abstained because of his interest in this Resolution) recommends that eligible Shareholders vote in favour of the Resolution.

In relation to Resolutions 4, as the Directors have an interest in these Resolutions, the Board will not make any Recommendations to Shareholders on how to vote.

## **Proxies**

If Shareholders cannot attend the meeting they are urged to complete the proxy form and return (see proxy form for details) it as soon as possible and in any event by no later than 48 hours before the scheduled commencement of the meeting.

A handwritten signature in black ink, appearing to read 'Ian W. Jordan', written in a cursive style.

IAN W. JORDAN  
COMPANY SECRETARY

Date: 19 September 2012

## GLOSSARY

In this Explanatory Memorandum:

**Annual General Meeting** means the annual general meeting of the Company to be convened by the Notice of Annual General Meeting.

**ASX** means ASX Limited ACN 008 624 691.

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

**Company** means Energy World Corporation Ltd ACN 009 124 994.

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

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

**Explanatory Memorandum** means this explanatory statement that accompanies and forms part of the Notice of Annual General Meeting.

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

**Resolution** means each resolution referred to in the Notice of Annual General Meeting.

**Share** means a fully paid ordinary share in the Company and **Shareholder** means a holder of Shares.

**Share Registry** means Computershare Investor Services Pty Limited ACN 078 279 277.



**Energy World Corporation Limited**  
ABN 34 009 124 994

— 000001 000 EWC  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

## Lodge your vote:



**Online:**  
[www.investorvote.com.au](http://www.investorvote.com.au)



**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 850 505  
(outside Australia) +61 3 9415 4000

## Proxy Form



Vote online or view the annual report, 24 hours a day, 7 days a week:

**[www.investorvote.com.au](http://www.investorvote.com.au)**



**Cast your proxy vote**



**Access the annual report**



**Review and update your securityholding**

**Your secure access information is:**

**Control Number: 999999**

**SRN/HIN: 1999999999**

**PIN: 99999**



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

**For your vote to be effective it must be received by 10:00am (AEDT) on Tuesday 20 November 2012**

### 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 for Postal Forms

**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.

**GO ONLINE TO VOTE,  
or turn over to complete the form** →

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.



I 9999999999

IND

# 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 Energy World Corporation 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, as the proxy sees fit) at the Annual General Meeting of Energy World Corporation Limited to be held at The Elizabeth Room, Level 2, Royal Automobile Club of Australia, 89 Macquarie Street, Sydney, NSW on Thursday 22 November 2012 at 10:00am (AEDT) and at any adjournment of that meeting.

### IMPORTANT NOTE:

**The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.** If the Chairman of the Meeting is your proxy (or becomes your proxy by default), you expressly authorise the Chairman to exercise your proxy on item 4 even though the item is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman. If you appoint the Chairman of the Meeting as your proxy you can direct the Chairman to vote for or against or abstain from voting on item 4 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.

### ORDINARY BUSINESS

	For	Against	Abstain
Item 1 Re-election of a Non-Executive Director - Mr. Michael Philip O'Neill	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2 Re-election of a Non-Executive Director - Dr. Brian Derek Littlechild	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3 Appoint Ernst & Young as the Company's Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4 Adopt Remuneration Report	<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 / / \_\_\_\_\_