

ENTEK ENERGY LIMITED

ACN 108 403 425

NOTICE OF GENERAL MEETING

Notice is hereby given that a general meeting of Shareholders of Entek Energy Limited (**Company**) will be held at 338 Hay Street, Subiaco, Western Australia on Wednesday 8 February 2017 at 10 a.m. (WST) (**Meeting**).

The Explanatory Memorandum to this Notice provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form 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 6 February 2017 at 5 p.m. (WST).

Terms and abbreviations used in this Notice and Explanatory Memorandum are defined in Section 7.

AGENDA

1. Resolution 1 – Ratification of Placement

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

*"That, for the purposes of Listing Rule 7.4, and for all other purposes, Shareholders approve and ratify the prior issue by the Company of 63,800,000 Shares with 12,760,000 free attaching Options (on a pre-Consolidation basis) each at an issue price of \$0.005 (**Placement**) on the terms and conditions set out in the Explanatory Memorandum."*

Voting Exclusion

The Company will disregard any votes cast on this Resolution by a person who participated in the Placement and any of their associates.

However, the Company will not disregard a vote if:

- (a) it is cast by the person as proxy for a person who is entitled to vote, in accordance with directions on the Proxy Form; or
- (b) it is cast 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.

2. Resolution 2 – Approval of Share Consolidation

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

*"That for the purposes of section 254H of the Corporations Act, and for all other purposes, Shareholders approve and authorise the Directors to consolidate the issued capital of the Company on the basis that every four Shares be consolidated into one Share (**Consolidation**)."*

3. Resolution 3 – Authority to grant Facilitator Options to Facilitators

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

"That, subject to Resolution 2 being passed, for the purpose of Listing Rule 7.1, and for all other purposes, Shareholders authorize and approve the Directors to grant (on a post-Consolidation basis) up to 10,000,000 Facilitator Options each exercisable at \$0.04 on or before 31 March 2020 to the Facilitators (and/or their nominees) on the terms and conditions set out in the Explanatory Memorandum."

Voting Exclusion

The Company will disregard any votes cast on this Resolution by the Facilitators and their nominees and a person who might obtain a benefit (except a benefit solely in their capacity as holder of ordinary securities) if the Resolution is passed and any associates of those persons.

However, the Company will not disregard a vote if:

- (a) it is cast by the person as proxy for a person who is entitled to vote, in accordance with directions on the Proxy Form; or
- (b) it is cast by the Chairman 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.

Dated 9 January 2017

BY ORDER OF THE BOARD



Ms Nerida Schmidt
Company Secretary

This Notice of 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 by telephone on (08) 9213 4388 or for procedural matters, Computershare Investor Services on 1300 850 505.

ENTEK ENERGY LIMITED

ACN 108 403 425

EXPLANATORY MEMORANDUM

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 338 Hay Street, Subiaco, Western Australia on Wednesday 8 February 2017 at 10 a.m. (WST).

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 is located at the end of the Explanatory Memorandum.

2. Action to be taken by Shareholders

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

2.1 Proxies

A Proxy Form is attached to the Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend in person, sign and return the Proxy Form to the Company in accordance with the instructions thereon. Lodgment of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting in person.

Please note that:

- (a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company; and
- (c) a member of the Company 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.

3. Background to Resolutions

On 11 November 2016 the Company announced that it had received commitments through the placement of Shares each at an issue price of \$0.005 to raise \$319,000 (before costs) under the Company's 15% annual limit permitted under Listing Rule 7.1.

A summary of Listing Rules 7.1 and 7.4 is provided in section 3.

In order to reduce the number of Shares on issue, the Company is seeking Shareholder approval to undertake a Consolidation of the number of Shares on issue on the basis that four (4) Shares held be consolidated into one (1) Share.

Upon receiving Shareholder approval to consolidate the Shares and the Consolidation being effected, the Company intends to immediately undertake a non-renounceable 1:1 rights issue at a price of \$0.02 per Share (**Rights Issue**) which reflects the issue price of the Placement Shares on a post Consolidation basis. See Section 5 for further information about the Consolidation.

The Placement and the Rights Issue (together the **Capital Raising**) will provide the Company with approximately \$2.8 million of additional capital and will allow the Company to continue to progress its existing assets as well as provide additional working capital to pursue new venture opportunities.

The Company has agreed that, subject to and following successful subscriptions being received for the full amount of the Capital Raising to issue the Facilitators with Facilitator Options exercisable at a post Consolidation price of \$0.04 per share (see Section 6). The Facilitator Options are in part consideration for the services being provided by the Facilitators as part of the Capital Raising and the Directors consider their issue to be in the best interests of Shareholders.

4. Resolution 1 – Ratification Placement

4.1 General

On 16 November 2016, the Company issued 63,800,000 Shares with 12,760,000 free attaching Options (on a pre-Consolidation basis) at an issue price of \$0.005 to sophisticated and professional investors to raise \$319,000 (before costs).

The funds raised from the issue of the Placement have been, or will be, used by the Company for general working capital for existing assets, business and administration costs (including the costs of the Placement) and to assess new opportunities.

The Placement Shares and Options were issued under the Company's 15% annual limit permitted under Listing Rule 7.1.

Listing Rule 7.1 provides that a company must not (subject to specified exceptions), without the approval of shareholders, issue or agree to issue during any 12 month period any equity securities, or other securities with rights to conversion to equity (such as an option), if the number of those securities exceeds 15% of the number of ordinary securities on issue at the commencement of that 12 month period.

Listing Rule 7.4 provides that where a company in general meeting ratifies a previous issue of securities made pursuant to Listing Rule 7.1, providing that the previous issue did not breach Listing Rule 7.1, the issue of those securities will be deemed to have been with shareholder approval for the purpose of Listing Rule 7.1.

Resolution 1 seeks Shareholder approval for the ratification of the issue of the Placement Shares and Options pursuant to Listing Rule 7.4. The effect of Shareholders passing Resolution 1 will be to restore the Company's ability to issue securities within the 15% placement capacity under Listing Rule 7.1 during the next 12 months.

Resolution 1 is an ordinary resolution.

4.2 Information required by Listing Rule 7.5

For the purposes of Listing Rule 7.5 information regarding the issue of the Placement Shares and Options is provided as follows:

- (a) 63,800,000 Shares with 12,760,000 free attaching Options were issued pursuant to the Placement.
- (b) The Placement Shares were issued at \$0.005 each.
- (c) The Options were issued on the basis of one Option for every five Shares issued under the Placement. Each Option is exercisable at 1 cent (on a pre-consolidation basis) on or before 31 December 2017 and have the terms and conditions set out in Schedule 11. The Options are unlisted.
- (d) The Placement Shares are fully paid ordinary shares in the capital of the Company and rank equally in all respects with the Company's existing Shares on issue.
- (e) The Placement Shares and Options were issued to sophisticated and professional investors, none of whom are related parties of the Company.
- (f) The funds raised from the Placement have been, or will be, used for general working capital for existing assets, business and administration costs (including the costs of the Placement) and to assess new opportunities.
- (g) A voting exclusion statement is included in the Notice.

5. Resolution 2 – Approval of Share Consolidation

Resolution 2 seeks Shareholder approval for the Company to undertake a consolidation of the number of Shares on issue on the basis that every four (4) Shares held be consolidated into one (1) Share. The Consolidation will not affect the Facilitator Options which will be issued after the Consolidation has taken place.

The result of the Consolidation is that each Share holding will be reduced by four times its current level. Each Shareholder's proportional interest in the Company's share capital will remain unchanged as a result of the Consolidation. Any fractional entitlements of Shareholders as a consequence of the Consolidation will be rounded up.

The change in capital structure of the Company following the Consolidation, which is subject to adjustments for rounding, is as follows:

Class of Security	Number on Issue (Pre- Consolidation)	Approximate number on Issue (Post-Consolidation)
Shares	574,457,387	143,614,347
Unlisted Options ⁽¹⁾	16,760,000 ⁽²⁾	4,190,000 ⁽³⁾
Notes:		
(1)	This does not include the Facilitator Options referred to in this Notice, which will be issued post-Consolidation.	
(2)	Comprised of: (a) 2,000,000 Options each having an exercise price of \$0.06 and expiring on 31 December 2017, (b) 2,000,000 Options each having an exercise price \$0.08 and expiring on 31 December 2017 and, (c) 12,760,000 Options each having an exercise price of \$0.01 and expiring on 31 December 2017.	
(3)	Comprised of: (a) 500,000 Options each having an exercise price of \$0.24 and expiring on 31 December 2017, (b) 500,000 Options each having an exercise price \$0.32 and expiring on 31 December 2017, and (c) 3,190,000 Options each having an exercise price of \$0.04 and expiring on 31 December 2017.	

The Consolidation will take effect from the second Business Day after Shareholder approval is received pursuant to the Notice of Meeting (**Effective Date**).

As from the Business Day after the Effective Date, the Company may not register transfers on a pre-Consolidation basis. In the case of certificated holdings, this is the last day for the Company to accept transfers accompanied by certificates issued before the Consolidation.

The Company will send a notice to all Security holders not earlier than the second Business Day after the Effective Date and not later than the sixth Business Day after the Effective Date advising of the number of Securities held by each Shareholder both before and after the Consolidation.

Uncertificated security holding statements or certificates (as applicable) for the Shares will be sent to Shareholders not earlier than the second Business Day after (but not including) the Effective Date and not later than the sixth Business Day after (but not including) the Effective Date.

The Company will, from the second Business Day after the Effective Date, reject transfers accompanied by a certificate or holding statement that was issued before the Consolidation.

Where a Shareholder has sold his or her Shares in the Company prior to the Consolidation of ordinary Shares and the Company receives a valid transfer executed by the Shareholder together with a certificate (if applicable) for those Shares, the Company will send an uncertificated security holding statement or certificate (as applicable) for the new Shares to the transferee named in the transfer.

Resolution 2 is an ordinary resolution.

Based upon the above, an indicative timetable assuming Shareholder approval is obtained will be as follows:

Date	Event
8 February 2017	Following shareholder approval Company announces shareholder approval of Consolidation.
9 February 2017	Last day for trading pre-Consolidation securities.
10 February 2017	Effective Date Trading in post-Consolidation securities commences on a deferred settlement basis.
13 February 2017	Last day to register transfers on a pre- Consolidation basis.
14 February 2017	First day to register transfers on a post- Consolidation basis.
20 February 2017	Latest date for Company to send notice to each Shareholder of pre and post-Consolidation holdings.

6. Resolution 3 – Authority to grant Facilitator Options to Facilitators

6.1 General

Resolution 3 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of up to 10,000,000 Options on a post consolidation basis (**Facilitator Options**) to parties who have assisted in placing the Placement Shares, and will assist in the placing of any shortfall Shares under the proposed Rights Issue (**Facilitators**) (and/or their nominees). The Company has agreed (subject to Shareholder approval) to issue Facilitators (and/or their nominees) the Facilitator Options in part consideration for facilitating the Placement and the proposed Rights Issue (together the **Capital Raising**) as announced on 11 November 2016. The Company only intends to issue the full amount of Facilitator Options to the Facilitators if the Capital Raising is fully subscribed for.

Resolution 3 is an ordinary resolution and is subject to Resolution 2 being passed.

6.2 Specific information required by Listing Rule 7.3

For the purposes of Listing Rule 7.3, information regarding the grant of the Facilitator Options is provided as follows:

- (a) The maximum number of Facilitator Options the Company will grant to Facilitators (and/or their nominees) is 10,000,000.
- (b) The Company will grant the Facilitator Options no later than three months after the date of the Meeting (or such later date as permitted by any ASX waiver or modification of the Listing Rules).
- (c) The Facilitator Options will be granted as part of the fee payable to Facilitators for assisting in placing the Placement Shares and any shortfall Shares pursuant to the proposed Rights Issue. Accordingly, no funds will be raised from the grant of the Facilitator Options.
- (d) The Facilitator Options will be issued to Facilitators and/or their nominees, who are not related parties of the Company.
- (e) The Facilitator Options will each be exercisable at \$0.04 on or before 31 March 2020 and will otherwise have the terms and conditions set out in Schedule 12.
- (f) The grant of the Facilitator Options may occur progressively subject to Section 6.2(b).
- (g) A voting exclusion statement is included in the Notice.

7. Definitions

\$ means Australian Dollars.

Placement has the meaning in Resolution 1.

Placement Shares has the meaning in Resolution 1.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

Board means the board of Directors.

Chairman means the chairman of this Meeting.

Company or **Entek** means Entek Energy Limited ACN 108 403 425.

Constitution means the current constitution of the Company.

Corporations Act means the Corporations Act 2001 (Cth).

Director means a director of the Company.

Explanatory Memorandum means the explanatory memorandum attached to the Notice.

Facilitator has the meaning in Section 6.1.

Facilitator Option means an Option exercisable at \$0.04 (on a post-consolidation basis) on or before 31 March 2020 and otherwise with the terms and conditions in Schedule 2.

Listing Rules means the listing rules of ASX.

Meeting has the meaning in the introductory paragraph of the Notice.

Notice means this notice of meeting.

Option means an option to acquire a Share.

Placement Option means an Option exercisable at \$0.01 (on a pre-consolidation basis) with the terms and conditions in Schedule 1.

Proxy Form means the proxy form attached to this Notice.

Resolution means a resolution contained in this Notice.

Rights Issue has the meaning in Section 3

Section means a section contained in this Explanatory Memorandum.

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

Shareholder means a shareholder of the Company.

WST means Western Standard Time, being the time in Perth, Western Australia.

In this Notice, words importing the singular include the plural and vice versa.

Schedule 1 - Terms and Conditions of Placement Options

1. The Options shall expire on 31 December 2017 ("**Expiry Date**").
2. Options may be exercised at any time before 5.00 pm Western Standard Time on 31 December 2017.
3. The Options may be exercised in whole or in part.
4. The exercise price of each Option is \$0.01 ("**Exercise Price**") on a pre-consolidation basis.
5. The Options may be transferred to a related party of the Option holder in whole or in part at any time.
6. A notice under the Clearing House Electronic Subregister System ("**CHESS**") instead of a certificate will be issued for the Options. On the reverse side of the notice there will be endorsed a statement of rights of the Option holder and a notice of exercise of Option that is to be completed when exercising the Options. If there is more than one Option comprised in the notice and prior to the Expiry Date those Options are exercised in part the Company will issue another notice for the balance of the Options held and not yet exercised.
7. The Option holder will be permitted to participate in any new pro-rata issue of securities of the Company on the prior exercise of the Options in which case, the Option holder will be afforded the period of at least 5 Business Days prior to and inclusive of the books closing date (to determine entitlements to the issue) to exercise the Options.
8. In the event of any reconstruction (including consolidation, subdivisions, reduction or return) of the authorised or issued capital of the Company, all rights of the Option holder shall be reconstructed (as appropriate) in accordance with the Listing Rules.
9. The Options will not give any right to participate in dividends until Shares are allotted pursuant to the exercise of the relevant Options.
10. There is no right to change the exercise price of an option nor the number of underlying Shares over which the option can be exercised, if the Company completes a pro rata issue.
11. There is no right to change the exercise price of an option nor the number of underlying Shares over which the option can be exercised, if the Company completes a bonus issue.
12. Notwithstanding any other terms and conditions, all Options may be exercised:
 - (a) during a Bid Period;
 - (b) at any time after a Change of Control Event has occurred; or
 - (c) on an application under section 411 of the Corporations Act if a court orders a meeting to be held concerning a proposed compromise or arrangement for the purposes of or in connection with a scheme for the reconstruction of the Company or its amalgamation with any other company.

13. The Option holder may only participate in new issues of securities to holders of Shares if an Option has been exercised and Shares allotted in respect of the Option before the record date for determining entitlements to the issue. The Company must give notice as required under the Listing Rules to the Option holder of any new issue before the record date for determining entitlements to the issue in accordance with the Listing Rules.

14. In these terms and conditions:

"**ASX**" means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited;

"**Bid Period**" in relation to a takeover bid in respect of Shares in the Company, means the period referred to in the definition of that expression in section 9 of the Corporations Act provided that where a takeover bid is publicly announced prior to the service of a bidder's statement on the Company in relation to that takeover bid, the Bid Period shall be deemed to have commenced at the time of that announcement;

"**Board**" means the board 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;

"**Change of Control Event**" in relation to the Company occurs if any person or group of persons acting in concert:

(a) gains control of more than 50% of the voting rights of the Company; or

(b) gains the ability to appoint or remove the majority of the Board,

in each case, excluding a person or group of persons having such control or ability as at the date of grant of the Options and for these purposes, control includes the power to direct the management and policies of any entity, whether through ownership of voting rights, by contract or arrangement or otherwise;

"**CHESS**" means the Clearing House Electronic Sub-Register System;

"**Company**" means Entek Energy Limited;

"**Listing Rules**" means the official Listing Rules of ASX as they apply to the Company;

"**Option**" means an option to acquire one Share;

"**Option holder**" means the holder of an Option; and

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

Schedule 2 - Terms and Conditions of Facilitator Options

1. The Options shall expire on 31 March 2020 ("**Expiry Date**").
2. Options may be exercised at any time before 5.00 pm Western Standard Time on 31 March 2020.
3. The Options may be exercised in whole or in part.
4. The exercise price of each Option is \$0.04 ("**Exercise Price**") on a post-consolidation basis.
5. The Options may be transferred to a related party of the Option holder in whole or in part at any time.
6. A notice under the Clearing House Electronic Subregister System ("**CHESS**") instead of a certificate will be issued for the Options. On the reverse side of the notice there will be endorsed a statement of rights of the Option holder and a notice of exercise of Option that is to be completed when exercising the Options. If there is more than one Option comprised in the notice and prior to the Expiry Date those Options are exercised in part the Company will issue another notice for the balance of the Options held and not yet exercised.
7. The Option holder will be permitted to participate in any new pro-rata issue of securities of the Company on the prior exercise of the Options in which case, the Option holder will be afforded the period of at least 5 Business Days prior to and inclusive of the books closing date (to determine entitlements to the issue) to exercise the Options.
8. In the event of any reconstruction (including consolidation, subdivisions, reduction or return) of the authorised or issued capital of the Company, all rights of the Option holder shall be reconstructed (as appropriate) in accordance with the Listing Rules.
9. The Options will not give any right to participate in dividends until Shares are allotted pursuant to the exercise of the relevant Options.
10. There is no right to change the exercise price of an option nor the number of underlying Shares over which the option can be exercised, if the Company completes a pro rata issue.
11. There is no right to change the exercise price of an option nor the number of underlying Shares over which the option can be exercised, if the Company completes a bonus issue.
12. Notwithstanding any other terms and conditions, all Options may be exercised:
 - (a) during a Bid Period;
 - (b) at any time after a Change of Control Event has occurred; or
 - (c) on an application under section 411 of the Corporations Act if a court orders a meeting to be held concerning a proposed compromise or arrangement for the purposes of or in connection with a scheme for the reconstruction of the Company or its amalgamation with any other company.
13. The Option holder may only participate in new issues of securities to holders of Shares if an Option has been exercised and Shares allotted in respect of the Option before the record date for determining entitlements to the issue. The Company must give notice as required under the Listing Rules to the Option holder of any new issue before the record date for determining entitlements to the issue in accordance with the Listing Rules.

14. In these terms and conditions:

"**ASX**" means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited;

"**Bid Period**" in relation to a takeover bid in respect of Shares in the Company, means the period referred to in the definition of that expression in section 9 of the Corporations Act provided that where a takeover bid is publicly announced prior to the service of a bidder's statement on the Company in relation to that takeover bid, the Bid Period shall be deemed to have commenced at the time of that announcement;

"**Board**" means the board 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;

"**Change of Control Event**" in relation to the Company occurs if any person or group of persons acting in concert:

- (a) gains control of more than 50% of the voting rights of the Company; or
- (b) gains the ability to appoint or remove the majority of the Board,

in each case, excluding a person or group of persons having such control or ability as at the date of grant of the Options and for these purposes, control includes the power to direct the management and policies of any entity, whether through ownership of voting rights, by contract or arrangement or otherwise;

"**CHESS**" means the Clearing House Electronic Sub-Register System;

"**Company**" means Entek Energy Limited;

"**Listing Rules**" means the official Listing Rules of ASX as they apply to the Company;

"**Option**" means an option to acquire one Share;

"**Option holder**" means the holder of an Option; and

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

Lodge your vote:

 **Online:**
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

For all enquiries call:
(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000

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



Proxy Form

XX



Vote online

- Go to www.investorvote.com.au or scan the QR Code with your mobile device.
- Follow the instructions on the secure website to vote.



Your access information that you will need to vote:

Control Number: 999999

SRN/HIN: I9999999999 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 (WST) Monday, 6 February 2017**

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 or abstain as they choose (to the extent permitted by law). 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 under the help tab, "Printable 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

I ND

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 Entek 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 General Meeting of Entek Energy Limited to be held at 338 Hay Street, Subiaco, Western Australia on Wednesday, 8 February 2017 at 10:00am (WST) and at any adjournment or postponement of that meeting.

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
Resolution 1 Ratification of Placement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Approval of Share Consolidation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 Authority to grant Facilitator Options to Facilitators	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

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

Individual or Securityholder 1	Securityholder 2	Securityholder 3
<input style="width: 90%; height: 25px;" type="text"/>	<input style="width: 90%; height: 25px;" type="text"/>	<input style="width: 90%; height: 25px;" type="text"/>
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Contact Name _____ Contact Daytime Telephone _____ Date ____/____/____