

MEO AUSTRALIA LIMITED

ABN 43 066 447 952

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-second Annual General Meeting of members of MEO Australia Limited (the **Company**) will be held in the Meeting Room of The Institute of Chartered Accountants, Level 18, 600 Bourke Street, Melbourne on Thursday 3rd November 2016 at 10.30am.

ORDINARY BUSINESS

1. Financial Report

To receive and consider the Financial Report and the reports of the Directors and Auditors for the year ended 30th June 2016.

2. Resolution 1 - Adoption of Remuneration Report

To consider and, if thought fit, pass the following non-binding resolution as an **ordinary resolution**:

“That the Remuneration Report for the year ended 30th June 2016 be adopted.”

The Remuneration Report is set out on pages 16-26 of the 2016 Annual Report.

Note: that the vote on this resolution is advisory only and does not bind the directors of the Company.

See Additional Voting Exclusion Statements below.

3. Resolution 2 - Re-election of Mr Andrew Gerard Purcell as a Director

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

“That Mr Andrew Gerard Purcell, who retires by rotation in accordance with rule 8.1(d) of the Company’s constitution, being eligible, be re-elected as a Director of the Company.”

4. Resolution 3 - Ratification of Prior Issue of Shares under Listing Rule 7.1 to Leni Gas Cuba Limited

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

“That for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 65,667,734 Shares at an issue price of \$0.01 per Share to Leni Gas Cuba Limited on 3 March 2016 on the terms and conditions set out in the Explanatory Memorandum.”

Voting Exclusion: The Company will disregard any vote cast in relation to this Resolution by any person who participated in the issue and any person who is an Associate of those persons. However, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or, if 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.

5. Resolution 4 - Ratification of Prior Issue of Shares under Listing Rule 7.1A to Leni Gas Cuba Limited

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

“That for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 75,048,839 Shares at an issue price of \$0.01 per Share to Leni Gas Cuba Limited on 3 March 2016 on the terms and conditions set out in the Explanatory Memorandum.”

Voting Exclusion: The Company will disregard any vote cast in relation to this Resolution by any person who participated in the issue and any person who is an Associate of those persons. However, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or, if 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.

6. Resolution 5 - Ratification of Prior Issue of Shares under Listing Rule 7.1

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

“That for the purpose of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 46,900,000 Shares at an issue price of \$0.036 per Share on 26 August 2016 to sophisticated and professional investors on the terms and conditions set out in the Explanatory Memorandum.”

Voting Exclusion: The Company will disregard any vote cast in relation to this Resolution by any person who participated in the issue and any person who is an Associate of those persons. However, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or, if 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.

SPECIAL BUSINESS

7. Resolution 6 – Issue of Options to Hartleys’ subsidiary Zenix Nominees Pty Ltd

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

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 4,000,000 options for nil consideration (with an exercise price of \$0.065 and an expiry date 3 years from the date of issue) to Hartleys Limited’s subsidiary Zenix Nominees Pty Ltd on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion: The Company will disregard any vote cast in relation to this Resolution by any person who may participate in the proposed issue and any person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities if the Resolution is passed and a person who is an Associate of those persons. However, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form, or, 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.

See Additional Voting Exclusion Statements below.

8. Resolution 7 - Approval of 10% additional placement capacity

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

“That, for the purpose of ASX Listing Rule 7.1A and for all other purposes, approval is given for the issue of Equity Securities totalling up to 10% of the capital at the time of 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 to this Notice of Meeting.”

9. Resolution 8 - Change of Company’s Name to Melbana Energy Limited

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

“That for the purposes of section 157(1)(a) of the Corporations Act and for all other purposes, the name of the Company be changed from “MEO Australia Limited” to “Melbana Energy Limited” and that, for the purposes of section 136(2) of the Corporations Act and all other purposes, all references to “MEO Australia Limited” in the constitution of the Company be replaced by references to “Melbana Energy Limited”.

The Explanatory Memorandum and accompanying Notes attached to this Notice are incorporated into, and form part of, this Notice of Meeting.

Additional Voting Exclusion Statements

For all resolutions that are directly or indirectly related to the remuneration of a member of the Key Management Personnel (**KMP**) (as defined in *Corporations Act 2001* (Cth) (**Corporations Act**)) of the Company (being the resolution in respect of Resolution 1), restricts KMP and their closely related parties from voting in some circumstances. ‘Closely related party’ is defined in the Corporations Act and includes a spouse, dependant and certain other close family members, as well as any companies controlled by the KMP.

In addition, voting restrictions apply in respect of Resolutions 3, 4, 5, 6, and 7 under the ASX Listing Rules.

If you intend to appoint a member of KMP as your proxy, please ensure you direct the proxy how to vote.

Restricted Voter means KMP and their closely related Parties.

Resolution 1 Adoption of Remuneration Report

The Company will disregard any votes cast on Resolution 1 by or on behalf of a member of the KMP whose remuneration details are included in the Remuneration Report, or their closely related parties. However, the Company need not disregard a vote if:

- it is cast by a person as a proxy appointed by writing that specifies how the proxy is to vote on the resolution or the proxy is the Chair of the Meeting and the appointment of the Chair as proxy does not specify the way the proxy is to vote on the resolution and expressly authorises the Chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the KMP; and
- it is not cast on behalf of a member of the KMP whose remuneration details are included in the Remuneration Report, or their closely related parties.

Proxy voting by KMPs and their closely related parties on remuneration matters

Further, a Restricted Voter who is appointed as a proxy will not vote on Resolution 1 unless:

- the appointment specifies the way the proxy is to vote on Resolution 1; or
- the proxy is the Chair of the Meeting and the appointment expressly authorises the Chair to exercise the proxy even though the Resolution is connected directly or indirectly with the remuneration of a member of the KMP.

If you purport to cast a vote other than as permitted above, that vote will be disregarded by the Company (as indicated above) and you may be liable for breaching the voting restrictions that apply to you under the Corporations Act.

Resolution 7 Approval of 10% placement capacity

The Company will disregard any votes cast on Resolution 7 (in any capacity) by any person who may participate in the issue of Equity Securities under this Resolution and 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 and Associates of those persons unless the vote is cast by a person as proxy for a person entitled to vote on Resolution 7:

- in accordance with a direction on the proxy form; or
- by the Chairman of the Meeting in accordance with a direction on the proxy form to vote as the proxy decides.

The Explanatory Memorandum and accompanying Notes attached to this Notice are incorporated into, and form part of, this Notice of Meeting.

By order of the Board of MEO Australia Limited

Colin H. Naylor
Company Secretary
29 September 2016

2016 Annual Report

Members who elected not to receive a printed copy of the 2016 Annual Report can access the Annual Report at MEO's website address:

http://www.meoaustralia.com.au/page/Investor_Relations/Annual_Report/

NOTES

1. Voting information

- a. All items will be determined on a show of hands, unless a poll is duly called on an item.
- b. On a poll, every Member present has one vote for every fully paid ordinary share held. On a show of hands, every person present and qualified to vote has one vote and if one proxy has been appointed, that proxy will have one vote on a show of hands. If a shareholder appoints more than one proxy, and more than one proxy attends the meeting, neither proxy may vote on a show of hands, but both proxies will be entitled to vote on a poll in respect of those shares or voting rights the proxy represents.
- c. A Member entitled to attend and vote at a meeting is entitled to appoint not more than two proxies to attend and vote. Where more than one proxy is appointed, such proxy must be allocated a proportion of the Member's voting rights. If two proxies are appointed and the appointment does not specify the proportion or number of the member's votes each proxy may exercise, each proxy may exercise half of the member's votes.
- d. If you are unable to attend the meeting, you are encouraged to appoint a proxy to attend and vote on your behalf.
- e. A form of proxy accompanies this Notice and, to be effective, the form (and if the appointment is signed by the appointor's attorney, the original authority under which the appointment was signed or a certified copy of the authority) must be received by the registered office of the Company or by the Company's share registry at least 48 hours before the time appointed for the meeting, being 10.30am, Tuesday 1 November 2016. Any proxy lodged after that time will be treated as invalid.
- f. You can direct your proxy how to vote by following the instructions on the proxy form. Shareholders are encouraged to direct their proxy how to vote on each item of business.
- g. You may appoint the Chairman of the Meeting as your proxy. In addition, the Chairman of the Meeting is deemed appointed where a signed proxy form is returned which does not contain the name of the proxy or where your proxy is either not recorded as attending the meeting or is recorded as attending the meeting but does not vote on the resolution. If a member directs the Chairman how to vote on an item of business, the Chairman must vote in accordance with the direction.

Generally, members of the KMP (which includes each of the Directors and the Chairman of the Meeting) and their closely related parties are not permitted to vote your proxy on Resolution 1 unless you have directed them how to vote or the Chairman of the Meeting is your proxy. If you appoint the Chairman of the Meeting as your proxy, or the Chairman of the Meeting is deemed appointed as your proxy, and you do not mark the box opposite Resolution 1 then by signing and returning the proxy form, you will be giving the Chairman of the Meeting your express authority to vote your proxy as the Chairman decides for those Resolutions..

The Chairman of the Meeting intends to vote all available proxies **in favour of** Resolutions 1-8.

- h. A proxy duly appointed need not be a Member and may be an individual or body corporate. In the case of joint holders, either holder may sign.
- i. A member of the Company who is a body corporate and who is entitled to attend and vote at the meeting, or a proxy who is a body corporate and is appointed by a member of the Company entitled to attend and vote at the meeting, will need to ensure that it:
 - (i) appoints an individual as its corporate representative to exercise its powers at the meeting, in accordance with section 250D of the Corporations Act; or
 - (ii) provides satisfactory evidence of the appointment of its corporate representative prior to commencement of the meeting.

Such evidence must be received at least 48 hours prior to the commencement of the meeting.

- j. A proxy or attorney may not vote at a general meeting or adjourned or postponed meeting or on a poll unless the instrument appointing the proxy or attorney, and the authority under which the instrument is signed or a certified copy of the authority, are received by the company at least 48 hours before the time for holding the meeting (unless there is an adjournment or postponement of the meeting, or the company considers the instrument has not been duly executed).
- k. Proxy and corporate appointment of representative forms may be returned to the Company in any of the following ways:
- (i) by delivery (by hand, mail, or facsimile) to the Company Secretary, MEO Australia Limited at its registered office:
Level 15
500 Collins Street
Melbourne Vic 3000
Facsimile: **61+ 3 9614 0660**
 - (ii) by delivery (by hand, mail, or facsimile) to the MEO Australia Limited share registry:

by hand to

Link Market Services Limited
1A Homebush Bay Drive
Rhodes NSW 2138; or
Level 12, 680 George Street
Sydney NSW 2000

By mail to

MEO Australia Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney NSW 1235

By facsimile to: 61 2 9287 0309

Online: www.linkmarketservices.com.au

By mobile: Scan the QR code on your Proxy Form and follow the prompts.
- l. Corporate Members should comply with the execution requirements set out on the proxy form or otherwise comply with the provisions of Section 127 of the Act. Section 127 of the Act provides that a company may execute a document without using its common seal if the document is signed by:
- (i) 2 directors of the company; or
 - (ii) a director and a company secretary of the company; or
 - (iii) for a proprietary company that has a sole director who is also the sole company secretary - that director.
- m. Completion of a proxy form will not prevent individual Members from attending the meetings in person if they wish. Where a Member completes and lodges a valid proxy form and then the Member attends the meeting in person, if the member votes on a resolution, their proxy is not entitled to vote, and must not vote, on that resolution.

Under regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Directors have determined that the shareholding of each member for the purposes of ascertaining their voting entitlements at the Annual General Meeting will be as it appears in the share register at **7pm on Tuesday 1st November 2016**. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the Annual General Meeting.

Explanatory Memorandum

Shareholder approval of resolutions is required for the purposes of the ASX Listing Rules and the *Corporations Act 2001* (Cth) (**Corporations Act**). This Explanatory Memorandum has been prepared to provide you with material information to enable you to make an informed decision in relation to the business to be conducted at the Annual General Meeting of the Company.

Ordinary business

Item 1. Financial Report

The *Corporations Act 2001* (Cth) requires:

1. the reports of the Directors and Auditors; and
2. the annual Financial Report, including the financial statements of the Company for the fiscal year ended 30th June 2016,

to be laid before the Annual General Meeting. Neither the Corporations Act nor the Company's constitution requires a vote of members on the reports or statements. However, members will be given a reasonable opportunity as a whole to ask questions about or make comments on the reports and in relation to the accounts and management of the Company.

Also, a reasonable opportunity will be given to members as a whole at the meeting to ask the Company's Auditor questions relevant to the conduct of the audit, the preparation and content of the Auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the Auditor in relation to the conduct of the audit. The Chair will also allow a reasonable opportunity for the Auditor or their representative to answer any written questions submitted to the Auditor under section 250PA of the Corporations Act.

Item 2. Resolution 1 - Remuneration Report

The Annual Report for the fiscal year ended 30 June 2016 contains a Remuneration Report, which forms part of the Directors Report and sets out details of the remuneration for each director and for each of the other KMP of the Company, in addition to describing the Board's policy in respect of remuneration, its relationship to the Company's performance, along with a detailed summary of any relevant performance conditions, why those particular conditions were chosen, and how performance is measured against them.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting.

The Corporations Act requires listed companies to put an annual non-binding resolution to members to adopt the Remuneration Report. In line with the legislation, the vote on this resolution is advisory only, and is not binding on the Company or the Board, however the Board will have regard to the outcome of the vote and any discussion when setting the remuneration policies in future years.

The Remuneration Report is set out in the Company's 2016 Annual Report which is available on the Company's website.

If at least 25% of the votes cast are against adoption of the Remuneration Report at two consecutive annual general meetings, the Company will be required to put a resolution to the second Annual General Meeting (**Spill Resolution**), to approve calling a general meeting (**Spill Meeting**). If more than 50% of Shareholders vote in favour of the Spill Resolution, the Company must then convene a Spill Meeting within 90 days of the second Annual General Meeting. All of the Directors who were in office when the applicable Directors' Report was approved, other than the Managing Director, will need to stand for re-election at the Spill Meeting if they wish to continue as Directors.

The Remuneration Report for the financial year ended 30 June 2015 did not receive a vote of more than 25% against its adoption at the Company's last general meeting held on 25 November 2015. Accordingly, if at least 25% of the votes cast on Resolution 1 are against adoption of the Remuneration Report it will not result in the Company putting a Spill Resolution to Shareholders at this annual general meeting.

A voting exclusion statement applies to this resolution as set out in the Notice of Meeting.

*The Board recommends that members vote **in favour** of adopting Resolution 1, the Remuneration Report.*

*The Chairman of the Meeting intends to vote all available proxies **in favour** of Resolution 1.*

Item 3. Resolution 2 - Re-election of Mr Andrew Gerard Purcell as a Director

Mr Andrew Purcell retires at this Annual General Meeting in accordance with rule 8.1(d) of the Company's constitution, and, being eligible, offers himself for re-election.

Further information in relation to Mr Purcell is as follows:

Andrew G Purcell, B Eng; MBA

Chairman (Appointed Independent Non-Executive Director 30 July 2015, appointed Chairman 25 November 2015)

Mr Purcell founded Lawndale Group (formerly Teknix Capital) in Hong Kong over 10 years ago, a company specialising in the development and management of projects in emerging markets across the heavy engineering, petrochemical, resources and infrastructure sectors. Prior to this, Mr Purcell spent 12 years working in investment banking across the region for Macquarie Bank then Credit Suisse. Mr Purcell also has significant experience as a public company director, both in Australia and across Asia. Mr Purcell is a Non-Executive Director of AJ Lucas Group Limited (ASX: AJL).

Mr Purcell is Chairman of the Remuneration & Nomination Committee and a member of the Audit & Risk Committee.

*The Board (other than Mr Purcell) recommends that members vote **in favour** of Resolution 2 to re-elect Mr Purcell.*

*The Chairman of the Meeting intends to vote all available proxies **in favour** of Resolution 2.*

Background to Resolutions 3 and 4

On 29 February 2016, the Company announced that it had entered into a private placement agreement with Leni Gas Cuba Limited (**Leni**) under which Leni agreed to subscribe for:

- (a) 65,667,734 Shares at an issue price of \$0.01 per Share to be issued under the Company's 15% placement capacity under ASX Listing Rule 7.1 (**Tranche 1**); and
- (b) 75,048,839 Shares at an issue price of \$0.01 per Share to be issued under the Company's additional 10% placement capacity under ASX Listing Rule 7.1A (**Tranche 2**),

to raise \$1,407,166 before costs (the **Leni Placement**).

Funds raised by the issue have been and will be used by the Company to advance exploration activity in onshore Block 9 Cuba.

The Leni Placement completed on 3 March 2016, with the Company issuing 65,667,734 Shares under its 15% placement capacity under ASX Listing Rule 7.1 and 75,048,839 Shares under its additional 10% placement capacity under ASX Listing Rule 7.1A.

Item 4. Resolution 3 - Ratification of Prior Issue of Shares under Listing Rule 7.1 to Leni Gas Cuba Limited

Resolution 3 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of 65,667,734 Shares by the Company to date under Tranche 1 of the Leni Placement which was made without Shareholder approval under the Company's placement capacity under ASX Listing Rule 7.1. ASX Listing Rule 7.4 permits the ratification of previous issues of securities made without prior Shareholder approval provided the issue did not breach the 15% threshold set by ASX Listing Rule 7.1. The effect of the ratification is to restore the Company's maximum discretionary power to issue further Shares up to 15% of the issued capital of the Company without seeking Shareholder approval. In accordance with ASX Listing Rule 7.4, with ratification, the issue is treated as having been made with shareholder approval.

By ratifying the issue of Shares under Resolution 3, the Company will restore the ability to issue further equity securities in the future under its 15% placement capacity set out in ASX Listing Rule 7.1.

The following information in relation to the 65,667,734 Shares issued under ASX Listing Rule 7.1 under Tranche 1 of the Leni Placement is provided in accordance with ASX Listing Rule 7.5:

- (a) the number of Shares allotted was 65,667,734;
- (b) the price at which the Shares were allotted was \$0.01 per Share;
- (c) Shares issued under the Leni Placement are ordinary fully paid shares ranking pari passu with all other ordinary shares in the capital of the Company then on issue;

- (d) the Shares were issued to Leni Gas Cuba Limited (a company incorporated in the British Virgin Islands), an unrelated party of the Company; and
- (e) funds raised by the issue have been and will be used to advance exploration activity in onshore Block 9 Cuba.

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

The Chairman of the General Meeting intends to vote all available proxies in favour of Resolution 3.

Item 5. Resolution 4 - Ratification of Prior Issue of Shares under Listing Rule 7.1A to Leni Gas Cuba Limited

Resolution 4 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of 75,048,839 Shares by the Company under Tranche 2 of the Leni Placement which was made without Shareholder approval under the Company's additional 10% placement capacity under ASX Listing Rule 7.1A. ASX Listing Rule 7.4 permits the ratification of previous issues of securities made without prior Shareholder approval provided the issue did not breach the 10% threshold set by ASX Listing Rule 7.1A. The effect of the ratification is to restore the Company's maximum discretionary power to issue further Shares up to 10% of the issued capital of the Company without seeking Shareholder approval. The Company's additional 10% placement capacity under ASX Listing Rule 7.1A was approved by Shareholders at the Company's previous annual meeting held on 25 November 2015. In accordance with ASX Listing Rule 7.4, with ratification, the issue is treated as having been made with shareholder approval.

By ratifying the issue of Shares under Resolution 4, the Company will restore the ability to issue further equity securities in the future under its additional 10% placement capacity under ASX Listing Rule 7.1A.

The following information in relation to the 75,048,839 Shares issued under ASX Listing Rule 7.1A under Tranche 2 of the Leni Placement is provided in accordance with ASX Listing Rule 7.5:

- (a) the number of Shares allotted was 75,048,839;
- (b) the price at which the Shares were allotted was \$0.01 per Share;
- (c) Shares issued under the Leni Placement are ordinary fully paid shares ranking pari passu with all other ordinary shares in the capital of the Company then on issue;
- (d) the Shares were issued to Leni Gas Cuba Limited (a company incorporated in the British Virgin Islands), an unrelated party of the Company; and
- (e) funds raised by the issue have been and will be used to advance exploration activity in onshore Block 9 Cuba.

The Board recommends that Shareholders vote in favour of Resolution 4.

The Chairman of the General Meeting intends to vote all available proxies in favour of Resolution 4.

Item 6. Resolution 5 - Ratification of Prior Issue of Shares under Listing Rule 7.1

On 18 August 2016, the Company announced that it had completed a share placement of 46,900,000 Shares with qualified institutional and sophisticated investors at an issue price of \$0.036 per Share under the Company's 15% placement capacity under ASX Listing Rule 7.1 raising \$1,688,400 before costs. Funds raised by the issue have been and will be used to accelerate MEO's onshore exploration activities on Block 9 in Cuba, including the preparation of a drilling program for up to two wells in Block 9 and for additional working capital purposes.

Resolution 5 seeks Shareholder ratification pursuant to ASX Listing Rule 7.4 for the issue of 46,900,000 Shares by the Company to sophisticated and professional investors which was made without Shareholder approval under the Company's placement capacity under ASX Listing Rule 7.1 (**Placement**). ASX Listing Rule 7.4 permits the ratification of previous issues of securities made without prior Shareholder approval provided the issue did not breach the 15% threshold set by ASX Listing Rule 7.1. The effect of the ratification is to restore the Company's maximum discretionary power to issue further Shares up to 15% of the issued capital of the Company without seeking Shareholder approval. In accordance with ASX Listing Rule 7.4, with ratification, the issue is treated as having been made with shareholder approval.

By ratifying the issue of Shares under Resolution 5, the Company will restore the ability to issue further equity securities in the future under its 15% placement capacity set out in ASX Listing Rule 7.1.

The following information in relation to the 46,900,000 Shares issued under ASX Listing Rule 7.1 is provided in accordance with ASX Listing Rule 7.5 for the Placement:

- (a) the number of Shares allotted on 26 August 2016 was 46,900,000;
- (b) the price at which the Shares were allotted was \$0.036 per Share;
- (c) Shares issued under the Placement are ordinary fully paid shares ranking pari passu with all other ordinary shares in the capital of the Company the on issue;
- (d) the Placement was arranged with Hartleys Limited as Lead Manager with Shares issued to institutional and sophisticated investors, all of who were unrelated parties of the Company; and
- (e) funds raised by the issue have been and will be used to advance exploration activity in onshore Block 9 Cuba and provide additional working capital.

*The Board recommends that Shareholders vote **in favour** of Resolution 5.*

*The Chairman of the General Meeting intends to vote all available proxies **in favour** of Resolution 5*

Special Business

Item 7. Resolution 6 Issue of options to the Hartleys' Limited subsidiary Zenix Nominees Pty Ltd

Resolution 6 seeks Shareholder approval, for the purposes of ASX Listing Rule 7.1, to issue 4,000,000 options (**Fee Options**) to Zenix Nominees Pty Ltd, a subsidiary of Hartleys Limited (**Hartleys**), as part consideration for Hartleys role as Lead Broker for the recently completed share placement of 46,900,000 shares. The issue of Fee Options is in accordance with the terms of the Capital Raising and Corporate Advisory Engagement with Hartleys Limited. The exercise price for the Fee Options is \$0.065 (**Exercise Price**) which is approximately a 180% premium of the 3.6 cent per share price at which the Placement was undertaken.

ASX Listing Rule 7.1 provides that a company must not, subject to specified exceptions, issue or agree to issue more equity securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

The effect of Resolution 6 will be to allow the Company to issue the Fee Options pursuant to the Capital Raising and Corporate Advisory Engagement with Hartleys and forms part of the fees payable in respect of its participation in the recently completed share placement, without diminishing the Company's 15% annual placement capacity. The effect of the issue of the Fee Options on the capital structure of the Company can be summarised by noting that, unless the Fee Options are exercised, there will be no changes to the ordinary shares on issue as a result of the issue of Fee Options.

Technical information required by ASX Listing Rule 7.3

Pursuant to and in accordance with ASX Listing Rule 7.3, the following information is provided in relation to the Fee Options:

- (a) the maximum number of options to be issued is 4,000,000;
- (b) the options will be issued no later than 3 months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the ASX Listing Rules) and it is intended that issue of the Options will occur on the same date;
- (c) the options will be issued for nil cash consideration, as they are being issued as part consideration for Hartleys role as Lead Broker in the recently completed share placement of 46,900,000 shares;
- (d) the options will be issued to Hartleys' subsidiary, Zenix Nominees Pty Ltd;
- (e) the options will be issued on the terms and conditions set out below;
- (f) no funds will be raised from the issue of the options as the options are being issued for nil cash consideration. If all options are exercised, the company will receive a total of \$260,000 which will be used for working capital purposes.

TERMS AND CONDITIONS OF FEE OPTIONS

The Options entitle the holder to subscribe for Shares on the following terms and conditions:

- (a) Each Option gives the Optionholder the right to subscribe for one Share upon exercise of the Option.

- (b) Each Option will expire at 3 years from the date of issue which is expected to be 5.00pm (EST) on 3 November 2019 (**Expiry Date**). An Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.
- (c) Subject to paragraph (k), the amount payable upon exercise of each Option will be \$0.065 (**Exercise Price**).
- (d) The Options held by the Optionholder may be exercised in whole or in part, and if exercised in part, multiples of 1,000 must be exercised on each occasion.
- (e) The Optionholder may exercise their Options by lodging with the Company, before the Expiry Date:
 - (i) a written notice of exercise of Options specifying the number of Options being exercised; and
 - (ii) cash, a bank cheque or telegraphic or other electronic means of transfer of cleared funds for the Exercise Price for the number of Options being exercised;

(Exercise Notice).

- (f) An Exercise Notice is only effective when the Company has received the full amount of the Exercise Price in cleared funds.
- (g) Within 10 Business Days of receipt of the Exercise Notice accompanied by the Exercise Price, the Company will allot the number of Shares required under these terms and conditions in respect of the number of Options specified in the Exercise Notice.
- (h) The Options are not transferable, except with the prior written consent of the board of directors of the Company.
- (i) All Shares allotted upon the exercise of Options will upon allotment rank pari passu in all respects with other Shares.
- (j) The Company will not apply for quotation of the Options on ASX. However, the Company will apply for quotation of all Shares allotted pursuant to the exercise of Options on ASX within 10 Business Days after the date of allotment of those Shares.
- (k) If at any time the issued capital of the Company is reorganised or reconstructed, all rights of an Optionholder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules at the time of the reorganisation or reconstruction.
- (l) There are no participating rights or entitlements inherent in the Options. The Optionholder cannot participate in any new issues of the Company without exercising the Option.
- (m) An Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the Option can be exercised

*The Board recommends that Shareholders vote **in favour** of Resolution 6.*

*The Chairman of the General Meeting intends to vote all available proxies **in favour** of Resolution 6*

Item 8. Resolution 7 Approval of 10% additional placement capacity

General

Under ASX Listing Rule 7.1, the Company is prohibited from issuing more than 15% of its securities in any 12 month period, without obtaining shareholder approval. ASX Listing Rule 7.1A provides that an eligible entity may seek shareholder approval to allow it to issue Equity Securities (defined below) up to an additional 10% of its issued capital over a period after the annual general meeting (**10% Placement Capacity**).

The Company is an eligible entity (as that term is defined in the ASX Listing Rules (**Eligible Entity**)) as the Company has a market capitalisation of \$30.9 million as at 20 September 2016 and is not included in the S&P/ASX 300 index.

Equity Securities include a share, a right to a share or option, an option, a convertible security and any security that ASX decides to classify as an equity security.

If Shareholders approve this resolution, the number of Equity Securities the Eligible Entity may issue under the 10% Placement Capacity will be determined in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 (as set out below).

The effect of this resolution will be to allow the Directors to issue Equity Securities of up to 10% of the Company's fully paid ordinary securities on issue during the period up to 12 months after the meeting, without subsequent shareholder approval and without using the Company's 15% annual placement capacity under ASX Listing Rule 7.1.

Resolution 7 is a special resolution. Accordingly, at least 75% of votes cast by shareholders present and eligible to vote at the meeting must be in favour of Resolution 7 for it to be passed.

ASX Listing Rule 7.1A

The Equity Securities issued under the 10% Placement Capacity must be in the same class as an existing class of quoted Equity Securities. The Company currently has only one class of quoted Equity Securities on issue, being fully paid ordinary shares (**Shares**). The number of Shares that the Company may issue under an approval under Listing Rule 7.1A will be calculated according to the following formula:

$$(A \times D) - E$$

Where:

- A is the number of fully paid ordinary securities on issue 12 months before the date of issue or agreement:
- plus the number of fully paid ordinary securities issued in the 12 months under an exception in ASX Listing Rule 7.2;
 - plus the number of partly paid ordinary securities that became fully paid in the 12 months;
 - plus the number of fully paid ordinary securities issued in the 12 months with approval of holders of ordinary securities under ASX Listing Rule 7.1 or 7.4. This does not include an issue of fully paid ordinary shares under the entity's 15% placement capacity without shareholder approval ;
 - less the number of fully paid ordinary securities cancelled in the 12 months.
- D is 10%.
- E is the number of Equity Securities issued or agreed to be issued under ASX Listing Rule 7.1A.2 in the 12 months before the date of issue or agreement to issue that are *not* issued with the approval of holders of ordinary securities under ASX Listing Rule 7.1 or 7.4.

Technical information required by ASX Listing Rule 7.3A

Pursuant to and in accordance with ASX Listing Rule 7.3A, the information below is provided in relation to Resolution 7:

Minimum Price

The minimum price at which the Shares may be issued under the 10% Placement Capacity is 75% of the volume weighted average price of Equity Securities in that class, calculated over the 15 ASX trading days on which trades in that class were recorded immediately before:

- (a) the date on which the price at which the Shares are to be issued is agreed; or
- (b) if the Shares are not issued within 5 ASX trading days of the date in paragraph (a), the date on which the Equity Securities are issued.

Date of Issue

The Shares may be issued under the 10% Placement Capacity commencing on the date of the meeting and expiring on the first to occur of the following:

- 12 months after the date of the meeting; and
- the date of approval by shareholders of any transaction under ASX Listing Rules 11.1.2 (a significant change to the nature or scale of the Company's activities) or 11.2 (disposal of the Company's main undertaking),

(10% Placement Capacity Period).

The approval granted under this resolution will cease to be valid if shareholders approve a transaction under ASX Listing Rules 11.1.2 or 11.2.

Risk of voting dilution

Any issue of Shares under the 10% Placement Capacity may dilute the interests of shareholders who do not receive Shares under the issue.

If this resolution is approved by shareholders and the Company issues the maximum number of Shares available under the 10% Placement Capacity, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing shareholders calculated in accordance with the formula outlined in ASX Listing Rule 7.1A.2, on the basis of the current market price of Shares and the current number of Equity Securities on issue as at the date of this Notice of Meeting.

The table also shows the voting dilution impact where the number of Shares on issue (variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 10% Placement Capacity.

As required by Listing Rule 7.3A.2, the table below shows the potential dilution of existing Shareholders on the basis of three different assumed issue prices and values for the variable “A” calculated in accordance with the formula in Listing Rule 7.1A.2 (as set out above). The following assumptions are made in the table:

- the issue price is the closing price of the Company’s Shares on 20 September 2016;
- o the current Variable “A” number of Shares on issue at 20 September 2016. This could increase as a result of the issue of Shares either with or without shareholder approval; and
- o the Company issues the maximum number of Shares as are permitted under this approval.

Variable “A” in Listing Rule 7.1A.2 (Number of Shares on issue)*	50% decrease in issue price \$0.017		Issue price \$0.033		100% increase in issue price \$0.066	
	10% Voting Dilution	Capital Raised \$	10% Voting Dilution	Capital Raised \$	10% Voting Dilution	Capital Raised \$
938,104,960 (Current)	93,810,496	1,594,778	93,810,496	3,095,746	93,810,496	6,191,493
1,407,157,440 (50% increase in Current Variable A)	140,715,744	2,392,168	140,715,744	4,643,620	140,715,744	9,287,239
1,876,209,920 (100% increase in Current Variable A)	187,620,992	3,189,556	187,620,992	6,191,492	187,620,992	12,382,986

*The number of Shares on issue (variable A in the formula) could increase as a result of the issue of Shares that do not require shareholder approval or that are issued with shareholder approval under ASX Listing Rule 7.1.

1. The Company has not issued any Equity Securities in the 12 months prior to the meeting that were not issued under an exception in ASX Listing Rule 7.2 or with approval under ASX Listing Rule 7.1.
2. The calculations above do not show the dilution that any one particular shareholder will be subject to. All shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
3. This table does not set out any dilution pursuant to approvals under ASX Listing Rule 7.1.
4. No Options are exercised before the date of the issue of the Equity Securities.

Shareholders should note that there is a risk that:

- the market price for the Company’s Shares may be significantly lower on the issue date of the Shares issued under the 10% Placement Capacity than on the date of the meeting;
- the Shares may be issued at a price that is at a discount to the market price of those Shares on the date of issue; and
- the Equity Securities may be issued as consideration (or part thereof) for the acquisition of a new asset, both of which may have an effect on the amount of funds raised by the issue of Equity Securities under the Additional 10% Placement Capacity.

Purpose of Issue under 10% Placement Capacity

The Company may issue Equity Securities under the 10% Placement Capacity for the purposes of:

- * raising funds for the Company and providing non-cash consideration. Funds raised from the issue, if undertaken, would be used for exploration expenditure, general working capital requirements and, potentially, the acquisition of new resources.
- * If the Company issues any Shares for non-cash consideration, the Company will release to the market a valuation of the non-cash consideration that demonstrates that the issue price of the Shares complies with Listing Rule 7.1A.3.

Allocation under the 10% Placement Capacity

The allottees of the Shares to be issued under the 10% Placement Capacity have not yet been determined. However, the allottees of Shares could consist of current shareholders or new investors (or both), none of whom will be related parties of the Company or their Associates and will generally be persons who do not require a disclosure document under the Corporations Act.

The Company will determine the allottees at the time of the issue under the 10% Placement Capacity, having regard to the Company's allocation policy, which includes, but is not limited to, the following factors:

- * the purpose of the issue;
- * alternative methods for raising funds available to the Company at that time, including, but not limited to, an entitlement issue or other offer where existing Shareholders may participate;
- * the effect of the issue of the Equity Securities on the control of the Company;
- * the circumstances of the Company, including, but not limited to, the financial position and solvency of the Company;
- * prevailing market conditions; and
- * advice from corporate, financial and broking advisers (if applicable).

Previous Approval under ASX Listing Rule 7.1A

The Company previously obtained Shareholder approval under ASX Listing Rule 7.1A on 25 November 2015. In the 12 months preceding the of the Meeting, the Company has issued 213,889,938 Equity Securities which represents 28.5% of the total number of Equity Securities on issue at the commencement of that 12 month period. The following information is provided in relation to each issue of Equity Securities in the 12 months preceding the date of the Meeting:

- i. 213,889,938 Equity Securities were issued
- ii. the Equity Securities issued were Shares which rank equally in all respects with the existing fully paid ordinary Shares on issue and performance rights;
- iii. the details of the 213,889,938 Equity Securities issued are as follows:

Type of Equity Securities	No of Equity Securities Issued	Issue Price	Persons to whom Equity Securities were issued	% Premium/(discount) to market price at time of issue	Details
Performance Rights	5,333,333	Nil	Mr Peter Stickland	The performance rights were issued on 7 December 2015 and are valued at \$0.015 being a 50% premium to the market price at the time of issue.	As approved at the 2015 Annual General Meeting, 20% of the Mr Stickland's total remuneration package of \$400,000 (i.e. \$80,000) was granted as Exercisable Performance Rights.
Performance Rights	20,940,032	Nil	Mr Robert Zammit, Mr Dean Johnstone, Mr Errol Johnstone and Mr Colin Naylor	The performance rights were issued on 4 February 2016 and are valued at \$0.00991 being the equivalent of the market price at the time of issue.	As announced on 4 February 2016, the company advised salary sacrifice arrangements for senior staff. Senior staff agreed to a 20% reduction in the cash component of their annual remuneration package in exchange for performance rights.
Fully paid ordinary shares	140,716,573*	\$0.01	Leni Gas Cuba Limited	The issue price was the same price as the closing price of the Company on 3 March 2016.	Issued via a placement to raise \$1.407 million to advance exploration activities on onshore Block 9 Cuba.
Fully paid ordinary shares	46,900,000*	\$0.036	Sophisticated and Professional Investors	5.9% premium to the closing price of the Company on 26 August 2016.	Issued via a share placement to raise \$1.688 million to advance exploration activities on onshore Block 9 Cuba.
Total	213,889,938				

- * The total cash consideration raised was \$3,095,566 before expenses. The amount of that cash which has been spent is approximately \$1,100,000 as at the date of this Notice which is for exploration activity in Block 9, Cuba with the remainder of the cash to also be used on Cuba Block 9 exploration activities and general working capital.

Voting Exclusion

A voting exclusion statement is included in the Notice of Meeting. As at the date of this Notice of Meeting, the Company has not invited any existing shareholder to participate in an issue of Equity Securities under ASX Listing Rule 7.1A. Therefore, no existing shareholders will be excluded from voting on Resolution 7.

*The Board recommends that members vote **in favour** of Resolution 7.*

*The Chairman of the Meeting intends to vote all available proxies **in favour** of Resolution 7.*

Item 9 Resolution 8 - Change of Company's Name to Melbana Energy Limited

Since 2007 the Company's name has been MEO Australia Limited, and, during that time the Company's main undertakings and principal focus have been the Tassie Shoal Methanol Project ("TSMP"), the Timor Sea LNG Project ("TSLNG") and exploration interests in Australia and Asia.

More recently the Company has acquired exploration permits in Cuba and New Zealand and has relinquished a number of Australian exploration permits and Indonesian Production Sharing Contracts. The focus for the Company is now centred on Block 9 onshore Cuba where the company has a 100% interest, PEP51153 onshore New Zealand where the Company has a 30% interest, three Australian exploration permits together with the TSMP and the TSLNG.

With the change in focus for the Company, the Directors consider that it is appropriate for the Company to adopt a new name which is more reflective of its future direction. It is therefore proposed to change the name of the Company to "Melbana Energy Limited". The Board has approved this change of name subject to the approval of Shareholders. The change will not affect the legal status of the Company.

The Board will then request that ASX changes the Company's ASX listing code from "MEO" to "MAY" after the change of name takes effect. The code "MAY" has been reserved by the Company.

Section 157(1)(a) of the Corporations Act provides that a company may change its name if the company passes a special resolution adopting a new name. For a special resolution to be passed, at least 75% of the votes validly cast on the resolution by shareholders present and eligible to vote (in person, by proxy, by attorney, or in the case of a Member which is a corporation, by representative) (by the number of shares) must be in favour of the resolution.

If the resolution is passed, the change of name will take effect when ASIC alters the details of the Company's registration. The proposed name has been reserved by the Company and if the resolution is passed, the Company will lodge a copy of that special resolution with ASIC in order to effect the change.

The Company also seeks approval under section 136(2) of the Corporations Act to amend the Company's constitution to reflect the change of name.

*The Board recommends that Shareholders vote **in favour** of Resolution 8.*

*The Chairman of the General Meeting intends to vote all available proxies **in favour** of Resolution 8.*

LODGE YOUR VOTE

ONLINE
www.linkmarketservices.com.au

BY MAIL
MEO Australia Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia

BY FAX
+61 2 9287 0309

BY HAND
Link Market Services Limited
1A Homebush Bay Drive, Rhodes NSW 2138; or
Level 12, 680 George Street, Sydney NSW 2000

ALL ENQUIRIES TO
Telephone: +61 1300 554 474



X999999999999

PROXY FORM

I/We being a member(s) of MEO Australia Limited and entitled to attend and vote hereby appoint:

APPOINT A PROXY

the Chairman of the Meeting (mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate you are appointing as your proxy

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **10:30am on Thursday, 3 November 2016 at The Institute of Chartered Accountants, Level 18, 600 Bourke Street, Melbourne (the Meeting)** and at any postponement or adjournment of the Meeting.

Important for Resolution 1: Where the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below for Resolution 1, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Resolution 1, even though the Resolution is connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (**KMP**).

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

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an

Resolutions	For	Against	Abstain*	For	Against	Abstain*
1 Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	5 Ratification of Prior Issue of 46,900,000 shares under Listing Rule 7.1	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-election of Mr Andrew Gerard Purcell as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	6 Issue of 4,000,000 options to Zenix Nominees Pty Ltd	<input type="checkbox"/>	<input type="checkbox"/>
3 Ratification of Prior Issue of 65,667,734 shares under Listing Rule 7.1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	7 Approval of 10% additional placement capacity	<input type="checkbox"/>	<input type="checkbox"/>
4 Ratification of Prior Issue of 75,048,839 shares under Listing Rule 7.1A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	8 Change of Company Name to Melbana Energy Limited	<input type="checkbox"/>	<input type="checkbox"/>

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

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).



HOW TO COMPLETE THIS SHAREHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a shareholder of the Company.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form, including where the Resolution is connected directly or indirectly with the remuneration of KMP.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, 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 indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Company's share registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:30am on Tuesday, 1 November 2016**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form).



BY MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link www.linkmarketservices.com.au into your mobile device. Log in using the Holder Identifier and postcode for your shareholding.

QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



BY MAIL

MEO Australia Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
1A Homebush Bay Drive
Rhodes NSW 2138

or

Level 12
680 George Street
Sydney NSW 2000

* During business hours (Monday to Friday, 9:00am–5:00pm)

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**