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# BROOKSIDE ENERGY LIMITED

ACN 108 787 720

## ADDENDUM TO NOTICE OF ANNUAL GENERAL MEETING

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Brookside Energy Limited (ACN 107 787 720) (**Company**), hereby gives notice to shareholders of the Company that, in relation to the Notice of Annual General Meeting dated 20 April 2016 (**Notice of Meeting**) in respect of an annual general meeting of members to be held at 9:00am (WST) on 30 May 2016 at Suite 9, 330 Churchill Avenue, Subiaco, , Western Australia (**Meeting**), the Directors have determined to amend the Notice of Meeting by amending Resolution 8 – Appointment of Auditor to Fill Casual Vacancy, as set out in this Addendum to the Notice of Meeting.

### General

Resolution 8 seeks Shareholder approval for the appointment of an auditor to fill a casual vacancy. The amendments in this Addendum to the Notice of Meeting relate to correcting the details of the auditor referred to in the Notice of Meeting.

Definitions in the Notice of Meeting have the same meaning in this Addendum to the Notice of Meeting.

This Addendum to the Notice of Meeting is supplemental to the original Notice of Meeting and should be read in conjunction with the original Notice of Meeting. Save for the amendments to Resolution 8 set out below, all other Resolutions proposed in the original Notice of Meeting remain unchanged.

**The Notice of Meeting is amended by amending Resolution 8 as follows:**

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### 1. RESOLUTION 8 – APPOINTMENT OF AUDITOR TO FILL CASUAL VACANCY

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 327B of the Corporations Act and for all other purposes, HLB Mann Judd (ABN 22 193 232 714), having been nominated by a shareholder and consented in writing to act in the capacity of auditor, be appointed as auditor of the Company with effect from close of the Meeting.”*

DATED 9 MAY 2016

BY ORDER OF THE BOARD

  
MICHAEL FRY  
CHAIRMAN

**Enquiries:** Shareholders should contact the Company Secretary on +61 8 6489 1600 if they have any queries in respect of the matters set out in this Addendum to Notice of Meeting.

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## SUPPLEMENTARY EXPLANATORY STATEMENT

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The Explanatory Statement outlined in the Notice of Meeting is supplemented as follows:

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### 1. RESOLUTION 8 – APPOINTMENT OF AUDITOR TO FILL CASUAL VACANCY

#### 1.1 General

Grant Thornton Audit Pty Ltd (**Grant Thornton**), the Company's current auditor, has given notice of its intention to resign as auditor of the Company (under section 329(5) of the Corporations Act). This resignation is subject to receipt of the consent of ASIC and Shareholder approval of this Resolution 8 for the appointment of HLB Mann Judd (ABN 22 193 232 714) (**HLB Mann Judd**) as auditor.

Upon receipt of ASIC's consent to their resignation, Grant Thornton has advised that it will submit a notice of resignation to the Company in accordance with section 329(5) of the Corporations Act, such resignation to take effect from the date of the Meeting.

In accordance with section 328B(1) of the Corporations Act, the Company has sought and obtained a nomination from a shareholder for HLB Mann Judd to be appointed as the Company's auditor. A copy of this nomination is attached to the Explanatory Statement as Annexure A.

HLB Mann Judd has given its written consent to act as the Company's auditor subject to Shareholder approval of this Resolution 8.

If Resolution 8 is passed, the appointment of HLB Mann Judd as the Company's auditor will take effect at the close of this AGM.

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## ANNEXURE A – NOMINATION OF AUDITOR LETTER

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18 April 2016

Brookside Energy Limited  
Suite 9, 330 Churchill Avenue  
SUBIACO WA 6008

### NOMINATION OF HLB MANN JUDD AS AUDITOR OF BROOKSIDE ENERGY LIMITED

I, Mr Adam Jay King, being a member of Brookside Energy Limited ACN 108 787 720 (**Company**), nominate HLB Mann Judd (ABN 22 193 232 714) of Level 4, 130 Stirling Street, Perth, Western Australia 6000 in accordance with section 328B(1) of the *Corporations Act 2001* (Cth) (**Act**) to fill the office of auditor of the Company.

Please distribute copies of this notice of this nomination as required by section 328B(3) of the Act.

Signed and dated 8 May 2016:



**Mr Adam King**  
Shareholder