



LARUS ENERGY LIMITED  
ACN 140 709 360

Larus Energy Limited

Notice of Resumption of Adjourned Annual General  
Meeting and Explanatory Statement

2012 Annual Report:  
<http://www.larusenergy.com.au>

10.00 am  
Friday 22 November 2013  
BDO  
Level 10, 1 Margaret Street  
Sydney NSW 2000

**Notice of Resumption of Adjourned Annual General Meeting**

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NOTICE is given that the adjourned Annual General Meeting of the Company will be resumed at BDO, Level 10, 1 Margaret Street, Sydney NSW at 10.00 am on Friday 22 November 2013.

**ORDINARY BUSINESS**

**1. Receipt of the Financial Report for the year ended 31 December 2012**

Receipt of the Company's Financial Report and the Directors' Report and the Auditor's Report for the year ended 31 December 2012.

*(Note: no resolution is required in respect of this item of business)*

**By order of the Board**  
**Anne Adaley**  
**Company Secretary**

Dated: 22 October 2013

**Proxies**

- A shareholder entitled to attend and vote at this meeting is entitled to appoint a proxy or not more than two proxies to attend and vote instead of the shareholder.
- As noted above, no resolutions will be required at the adjourned AGM. However, shareholders are still entitled to appoint a proxy to attend the AGM on their behalf.
- Valid proxy appointments in respect of the original AGM held on 31 May 2013 will be valid for the adjourned AGM.
- Where two proxies are appointed:
  - (i) a separate proxy Form, should be used to appoint each proxy;
  - (ii) the Proxy Form may specify the proportion, or the number, of votes that the proxy may exercise, and if it does not do so the proxy may exercise half of the votes.
- A shareholder can appoint any other person to be their proxy. A proxy need not be a shareholder of the Company. The proxy appointed can be described in the Proxy Form by an office held e.g. "the Chair of the Meeting".
- In the case of shareholders who are individuals, the Proxy Form must be signed:
  - (i) if the shares are held by one individual, by that shareholder;
  - (ii) if the shares are held in joint names, by any one of them.
- In the case of shareholders who are companies, the Proxy Form must be signed:
  - (i) if it has a sole director who is also sole secretary, by that director (and stating the fact next to, or under the signature on the Proxy Form);
  - (ii) in the case of any other company by either two directors or a director and secretary.

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The use of the common seal of the company, in addition to those required signatures, is optional.

- If the person signing the Proxy Form is doing so under a power of attorney, or is an officer of a company outside those referred to above but authorised to sign the Proxy Form, the power of attorney or other authorisation (or a certified copy of it), as well as the Proxy form, must be received by the Company by the time and at the place specified below.
- A Proxy Form accompanies this notice. To be effective, your proxy must be received by the Company no later than 48 hours before the time for the holding of the meeting by mail:

(i) by facsimile: + 61 2 8215 1600; or

(ii) by mail:  
Larus Energy Limited  
Level 8  
65 York Street  
Sydney NSW 2000  
Australia

**Notice of Resumption of Adjourned Annual General Meeting**

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**EXPLANATORY STATEMENT**

**1. Background to Adjourned Annual General Meeting**

The Company's Annual General Meeting was held on 31 May 2013 (**Original AGM**). All resolutions, as proposed in the Company's Notice of Annual General Meeting, were passed at the Original AGM.

At the Original AGM, the Chairman notified shareholders that the Company had not been able to finalise its Financial Report for the year ended 31 December 2012 (**Financial Report**). Accordingly, the Chairman exercised his discretion as Chairman to adjourn the meeting in respect of this item of business, that is, the receipt of the Financial Report.

The Financial Report has now been finalised and the Company now seeks to reconvene the Original AGM in order to receive the Financial Report, as required by the Corporations Act.

Under the Company's Constitution, the only business that can be transacted at an adjourned meeting is the unfinished business of the original meeting.

As the Original AGM has been adjourned for more than 30 days, the Company is required to give notice of the adjourned meeting to shareholders as if it were an original meeting.

**2. Financial Report – Period ended 31 December 2012**

The Corporations Act requires the Financial Report (which includes the financial statements and the directors' declaration), the directors' report and the auditor's report to be laid before the Annual General Meeting. There is no requirement either in the Corporations Act or in the Constitution of the Company for Shareholders to approve the financial report, the directors' report or the auditor's report. Shareholders attending the Annual General Meeting will be given a reasonable opportunity to ask questions about, or make comments on, the Financial Report.

The 2012 Financial Report is available on the Company's website:  
<http://www.larusenergy.com.au>

If you require a hard copy of the 2012 Annual Report, please contact the Company Secretary, Anne Adaley on +61 2 8215 1519.

# LARUS ENERGY LIMITED

ACN 140 709 360

## Proxy Form

Shareholder - please complete

\_\_\_\_\_  
(full name of shareholder - please print)

\_\_\_\_\_  
(address)

Please **post** to:

Level 8, 65 York Street  
SYDNEY NSW 2000  
Australia

or **Fax:** (02) 8215 1600

Enquiries: (02) 8215 1519

### Appointment of Proxy

I/We being a member/s of Larus Energy Limited and entitled to attend and vote hereby appoint:

as my/our Proxy to attend and act generally on my/our behalf at the adjourned Annual General Meeting of Larus Energy Limited to be held on 22 November 2013 at 10.00 am and at any adjournment of that meeting.

**IMPORTANT NOTICE:** as noted in the Notice of Resumption of Adjourned Annual General Meeting, no resolutions will be considered at the meeting. However, shareholders are still entitled to appoint a proxy to attend the meeting on their behalf. Valid proxy appointments in respect of the original Annual General Meeting held on 31 May 2013 will be valid for the adjourned Annual General Meeting.

### SIGNATURE/S - this form must be signed below where indicated

This section *must* be signed in accordance with the instructions under the heading "Proxies" at the end of the Notice of Resumption of Adjourned General Meeting.

#### **Individual or Company with Sole Director and Secretary**

Sole director and  
sole company secretary

\_\_\_\_\_  
Contact name

#### **Shareholder 2 / Company**

Director

\_\_\_\_\_  
Contact Daytime Telephone

#### **Shareholder 3 / Company**

Director/Company secretary

\_\_\_\_\_/\_\_\_\_\_/\_\_\_\_\_  
Date