

# BASS STRAIT OIL COMPANY LTD

ABN 13 008 694 817

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of the Members of Bass Strait Oil Company Ltd will be held at The Institute of Chartered Accountants, Level 3, 600 Bourke Street, Melbourne on Wednesday, 3 November 2010 commencing at 11.00 am

The Explanatory Statement that accompanies this Notice forms part of it and provides additional information regarding the business of the meeting

## AGENDA

### ORDINARY BUSINESS

- 1. To receive and consider the Annual Financial Report for the year ended 30 June 2010 and the reports of the Directors and Auditor thereon.**
- 2. To adopt the Remuneration Report for the year ended 30 June 2010**  
*Note – the vote on this resolution is advisory only and does not bind the Directors nor the Company*
- 3. Re-election of a Director.**

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

“That Henry Jan Askin who retires pursuant to the Constitution, being eligible, offers himself and is hereby re-elected as a Director of the Company.”

### OTHER BUSINESS

**A presentation with respect to progress of the Company and its prospects.**

By order of the Board

A R Adams  
Company Secretary  
1 October 2010

## **EXPLANATORY STATEMENT**

### **1. The Annual Financial Report and the reports of the Directors and Auditor thereon**

The Directors will table, for the consideration of members, the Company's Annual Financial Report for the year ended 30 June 2010 and the reports of the Directors and Auditor thereon, all of which accompany this Notice of Annual General Meeting.

### **2. To adopt the Remuneration Report for the year ended 30 June 2010.**

*Note – the vote on this resolution is advisory only and does not bind the Directors nor the Company*

### **3. Re-election of a Director**

The Constitution of the Company requires that at every annual general meeting one-third, or the next highest number nearest one-third, of the Directors shall retire from office and provides that such Director(s) are eligible for re-election at the meeting.

*The Company has determined that a Member's entitlement to vote at the Meeting will be the entitlement of that Member as set out in the register of members as at 7pm on Monday, 1 November 2010.*

# BASS STRAIT OIL COMPANY LTD

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## PROXY FORM

The Secretary  
Bass Strait Oil Company Ltd  
Level 1  
99 William Street  
MELBOURNE VIC 3000

I/We \_\_\_\_\_  
(print full name/s)

of \_\_\_\_\_

being a Member/Members of Bass Strait oil Company Ltd holding \_\_\_\_\_ shares

hereby appoint \_\_\_\_\_  
(print full name/s)

or failing him/her the Chairman of the Meeting as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of the Company to be held on Wednesday, 3 November 2010 and at any adjournment thereof.

The proportion of the Member's voting rights that this proxy is appointed to represent is \_\_\_\_\_%.  
(To be completed if two proxies are being appointed and the Company will supply an additional Proxy Form on request.)

Please indicate your preference by placing an "X" in the relevant space below. Unless otherwise instructed, your proxy may vote as he or she thinks fit.

	For	Against	Abstain
<b>Resolution 2</b> To adopt the Remuneration Report for the year ended 30 June 2010	[ ]	[ ]	[ ]
<b>Resolution 3</b> Re-election of Henry Jan Askin	[ ]	[ ]	[ ]

SIGNED this \_\_\_\_\_ day of \_\_\_\_\_ 2010

### Individuals

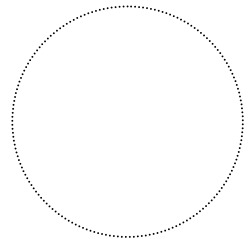
Holder 1

Holder 2

### Companies

Director or Sole Director and Sole  
Company Secretary (Delete as appropriate)

Director or Secretary (Delete as appropriate)



(Affix common seal  
here if required  
by constitution)

## INSTRUCTIONS FOR APPOINTMENT OF PROXY

1. A Member entitled to attend and vote at a General Meeting of the Company is entitled to appoint not more than two proxies to attend and vote on his behalf. Where more than one proxy is appointed, such proxies must each be allocated a proportion of the Member's voting rights.
2. A duly appointed proxy need not be a Member.
3. This proxy form and any document necessary to show the validity of the form must be lodged with the Company not less than 48 hours before the time appointed for the meeting. Any proxy lodged after that time will be treated as invalid.
4. In the case of joint holders of shares in the Company, all must sign.
5. Directors and Officers of all corporate shareholders should note that unless the corporate shareholder either:
  - (i) completes and lodges with the Company a valid form of appointment of proxy; or
  - (ii) completes and either lodges with the Company prior to the meeting a form of appointment of or certificate of appointment of personal representative in accordance with the provisions of Section 250D of the Corporations Act or causes such personal representative to attend the meeting with such form of appointment or certificate; or
  - (iii) has appointed an attorney;

and such proxy, personal representative or attorney attends the relevant meeting, then such corporate shareholder will be unable to exercise any votes at the relevant meeting.

6. Proxy and corporate representative appointment forms may be returned to the Company by delivery (by hand, mail, courier or facsimile) to the Company Secretary at its Registered Office:

Level 1  
99 William Street  
Melbourne  
Victoria 3000  
Facsimile: **+61 (03) 9614 6533**

7. Corporate shareholders should comply with the provisions of Section 127 of the Corporations Act. Section 127 of the Corporations Act provides that a company may execute a document without using its common seal if the document is signed by:
  - two directors of the company; or
  - a director and a company secretary of the company; or
  - for a proprietary company that has a sole director who is also the sole company secretary - that director.

For the Company to rely on the assumptions set out in Sections 129(5) and (6) of the Corporations Act, a document must appear to have been executed in accordance with Section 127(1) or (2). This effectively means that the status of the persons signing the document or witnessing the affixing of the seal must be set out and conform to the requirements of Section 127(1) or (2) as applicable. **In particular, a person who witnesses the affixing of a common seal and who is the sole director and sole company secretary of the company must state that next to his or her signature.**

8. Completion of a proxy form will not prevent individual Members from attending a meeting in person if they wish. Where a Member completes and lodges a valid proxy form and attends a meeting in person then the proxy's authority to speak and vote for that Member is suspended while the Member is present at that meeting.
9. Where a proxy form or form of appointment of or certificate of appointment of personal representative is lodged and is executed under power of attorney the power of attorney must be lodged in like manner as a proxy.