



JUPITER
ENERGY LIMITED

Annual General Meeting

Friday, 9 December 2022
10am AEDT

WELCOME AND AGENDA



Online attendees have been sent a “Virtual AGM User Guide” with your attendance logon

- If you have an IT-related issue, please click on the “Raise Hand” button
- If there is a question relating to a resolution, shareholders can ask questions by clicking on the Q&A button and typing in your question
- General questions (or not relating to the resolution being put) will be answered during general Q&A’s

Agenda

- 2022 Financial Statements
- Resolutions 1 to 10
- Poll on those resolutions
- General Q&A’s
- Meeting Close

2022 FINANCIAL STATEMENTS



To consider and receive the financial statements of the Company for the year ended 30 June 2022, consisting of the Financial Report and the Reports of the Directors and Auditor.

As required by Section 317 of the Corporations Act, the financial statements of the Company for the year ended 30 June 2022 and the accompanying director's report and auditor's report are tabled before the Meeting.

Neither the Corporations Act nor the Company's Constitution requires a vote on the financial statements.

Shareholders may ask questions about the financial statements, including conduct of the audit.

RESOLUTION 1

To consider and, if thought fit, to pass the following Resolution as a non-binding, advisory ordinary resolution:

“That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s annual financial report for the financial year ended 30 June 2022 Remuneration Report for the year ended 30 June 2022 is adopted.”

VALID PROXIES RECEIVED	Votes	% Votes
For	109,445,770	99.89%
Open	111,901	0.10%
Against	5,335	0.00%
Abstain	13,916	
Excluded	-	

RESOLUTION 2

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

“That That, for the purpose of clause 13.2 of the Constitution, Listing Rule 14.4 and for all other purposes, Baltabek Kuandykov, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

VALID PROXIES RECEIVED	Votes	% Votes
For	109,465,679	99.90%
Open	109,234	0.10%
Against	2,009	0.00%
Abstain	-	
Excluded	-	

RESOLUTION 3

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

“That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue Midocean Holdings Limited up to 59,639,271 Shares on the terms and conditions set out in the Explanatory Statement.”

VALID PROXIES RECEIVED	Votes	% Votes
For	108,025,654	99.41%
Open	615,684	0.57%
Against	21,918	0.02%
Abstain	-	
Excluded	913,666	

RESOLUTION 4

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

“That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue Ayman Asfari up to 18,676,714 Shares on the terms and conditions set out in the Explanatory Statement.”

VALID PROXIES RECEIVED	Votes	% Votes
For	106,311,014	99.85%
Open	109,234	0.10%
Against	50,684	0.05%
Abstain	-	
Excluded	3,105,990	

RESOLUTION 5

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

“That, for the purposes of Section 611 (Item 7) of the Corporations Act and for all other purposes, approval is given for:

(a) the Company to issue 733,564,557 Shares to Waterford Finance and Investment Limited; and

(b) Waterford Finance and Investment Limited to obtain a maximum voting power of 62.56% as a result of the issue of Shares in the Company under paragraph (a) of this Resolution,

on the terms and conditions set out in the Explanatory Statement.”

VALID PROXIES RECEIVED	Votes	% Votes
For	73,606,996	99.82%
Open	109,234	0.15%
Against	24,585	0.03%
Abstain	-	
Excluded	35,836,107	

RESOLUTION 6

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

“That, for the purposes of Section 611 (Item 7) of the Corporations Act and for all other purposes, approval is given for:

(a) the Company to issue 264,591,886 Shares to Weighbridge Trust Limited as Trustee of The Blackbird Trust; and

(b) Weighbridge Trust Limited as Trustee of The Blackbird Trust to obtain a maximum voting power of 21.78% as a result of the issue of Shares in the Company under paragraph (a) of this Resolution, on the terms and conditions set out in the Explanatory Statement.”

VALID PROXIES RECEIVED	Votes	% Votes
For	106,119,075	99.85%
Open	109,234	0.10%
Against	50,009	0.05%
Abstain	-	
Excluded	3,298,604	

RESOLUTION 7

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

“That for the purposes of item 7 of section 611 of the Corporations Act, and for all other purposes, approval is given to the Company for the acquisition by the Company of a Relevant Interest in the Debt Conversion Shares as a result of the Company entering into voluntary escrow agreements as described in the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting.”

VALID PROXIES RECEIVED	Votes	% Votes
For	70,313,726	99.82%
Open	109,234	0.16%
Against	18,584	0.03%
Abstain	667	
Excluded	39,134,711	

RESOLUTION 8

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

“That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue that number of Shares, when multiplied by the issue price, will raise up to \$5,000,000 on the terms and conditions set out in the Explanatory Statement.”

VALID PROXIES RECEIVED	Votes	% Votes
For	109,423,013	99.86%
Open	109,234	0.10%
Against	44,675	0.04%
Abstain	-	
Excluded	-	

RESOLUTION 9

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

“That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue up to that number of Equity Securities equal to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and otherwise on the terms and conditions set out in the Explanatory Statement.”

VALID PROXIES RECEIVED	Votes	% Votes
For	109,446,849	99.88%
Open	109,234	0.10%
Against	19,251	0.02%
Abstain	1,588	
Excluded	-	

RESOLUTION 10

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

“That, for the purposes of section 136(2) of the Corporations Act and for all other purposes, approval is given for the Company to repeal its existing Constitution and adopt a new constitution in its place in the form as signed by the chairman of the Meeting for identification purposes.”

VALID PROXIES RECEIVED	Votes	% Votes
For	109,446,849	99.90%
Open	109,234	0.10%
Against	5,335	0.00%
Abstain	15,504	
Excluded	-	

POLL

Poll opened by the Chair

Online attendees

- Click on “For”, “Against” or “Abstain”, then click “Next” to move to the next resolution
- Shareholders and visitors who are not voting, click “Skip Poll”

In-Person Attendees

- Resolutions are listed on the back of your Blue voting card
- Mark “For”, “Against” or “Abstain”
- Place your completed card in the ballot box

Poll closed by the Chair

Results will be released on ASX shortly after conclusion of the AGM

GENERAL Q&A



MEETING CLOSE

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