



ASX ANNOUNCEMENT

28 April 2017

RESULTS OF GENERAL MEETING, BOARD & COMPANY SECRETARY CHANGES

Enerji Ltd (subject to a deed of company arrangement) (ASX: ERJ) ('Enerji' or the 'Company') advises that all resolutions put to members at its General Meeting held earlier today were carried. The Chairman called a poll for all resolutions.

In accordance with section 251AA of the Corporations Act 2001 (Cth), the attached schedule (Annexure A) is provided to the Australian Securities Exchange in relation to resolutions passed by members of the Company at its General Meeting.

Appointment of Directors

Enerji is pleased to announce shareholders have approved the appointment of Mr Simon Higgins, Mr Adam Boyd and Mr Peter Torre as non-executive directors of the Company with effect from 28 April 2017. It is proposed that Mr Adam Boyd will be appointed as Managing Director and Chief Executive Officer of the Company upon effectuation of the Deed of Company Arrangement or on such date as otherwise agreed between Mr Boyd and the Company.

The director profiles for Mr Simon Higgins, Mr Adam Boyd and Mr Peter Torre are detailed in Annexure B.

Following the General Meeting, the Board resolved to elect Mr Simon Higgins as Chairman of the Board, replacing Mr Rod Phillips.

Resignation of Directors

Enerji advises that Mr Rod Philips, Mr Peter Avery and Mr John Dekker have resigned as directors of Enerji.

The newly appointed directors would like to take the opportunity to thank Mr Phillips, Mr Avery and Mr Dekker for their efforts during their tenure as directors of the Company.

Appointment and Resignation of Company Secretary

Enerji advises that following Mr Torre's appointment as a non-executive director of the Company (as outlined above), Mr Brendon Morton replaces Mr Torre as Company Secretary of Enerji with effect from 28 April 2017.

- ENDS -

Further Information:

Adam Boyd
Director
+61 439 888 103

Brendon Morton
Company Secretary
+61 9437 4966



ANNEXURE A - RESULTS OF GENERAL MEETING (ASX REPORT)

ENERJI LIMITED

GENERAL MEETING
Friday, 28 April, 2017

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

| Resolution | Manner in which the securityholder directed the proxy vote (as at proxy close): | | | | Manner in which votes were cast in person or by proxy on a poll (where applicable) | | |
|--|--|-------------------------|-------------------------------|-------------------------|---|--------------------|-------------------|
| | Votes <i>For</i> | Votes <i>Against</i> | Votes <i>Discretionary</i> | Votes <i>Abstain</i> | <i>For</i> | <i>Against</i> | <i>Abstain **</i> |
| 1 ISSUE OF CAPITAL RAISING SHARES | 260,725,269 | 1,340,690 | 729,453 | 150,000 | 275,883,704 99.52% | 1,340,690 0.48% | 150,000 |
| 2 ISSUE OF CAPITAL RAISING SHARES TO THE ECM PARTIES | 260,785,269 | 1,380,690 | 729,453 | 50,000 | 275,943,704 99.50% | 1,380,690 0.50% | 50,000 |
| 3 APPOINTMENT OF MR SIMON HIGGINS AS A DIRECTOR | 260,116,808 | 1,340,063 | 729,453 | 759,088 | 275,275,243 99.52% | 1,340,063 0.48% | 759,088 |
| 4 APPOINTMENT OF MR ADAM BOYD AS A DIRECTOR | 260,681,110 | 1,354,849 | 859,453 | 50,000 | 275,969,545 99.51% | 1,354,849 0.49% | 50,000 |
| 5 APPOINTMENT OF MR PETER TORRE AS A DIRECTOR | 260,219,896 | 1,946,063 | 729,453 | 50,000 | 275,378,331 99.30% | 1,946,063 0.70% | 50,000 |
| 6 ISSUE OF OPTIONS TO MR ADAM BOYD | 256,284,983 | 5,750,976 | 759,453 | 150,000 | 271,473,418 97.93% | 5,750,976 2.07% | 150,000 |
| 7 SECTION 195 APPROVAL | 260,811,369 | 1,332,627 | 737,516 | 63,900 | 275,977,867 99.52% | 1,332,627 0.48% | 63,900 |

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item

ANNEXURE B

DIRECTOR PROFILES

Mr Simon Higgins – Director (Chairman)

Mr Simon Higgins is currently the chief executive officer and managing director of the ECM Pty Ltd ('ECM') group of companies. ECM is a leading construction and maintenance company servicing clients in the mining, oil and gas, power generation and infrastructure sectors. During his tenure at ECM, Mr Higgins has overseen significant growth and development, including the diversification of service offering, entry into the oil and gas sector and interstate and intrastate expansion.

Mr Higgins is a past chairman of the National Electrical and Communications Association (NECA) WA, Electrical Group Training and the College of Electrical Training.

Mr Adam Boyd - Director

Mr Adam Boyd is a chartered accountant and holds a Bachelor of Commerce degree. Mr Boyd most recently served as chief executive officer and managing director of Pacific Energy Limited (ASX: PEA) from June 2006 to March 2015. During his tenure at Pacific Energy Limited, Adam led the Company to becoming the pre-eminent remote mine site contract power business in Australia, with a 250MW generation footprint across Australia. During this period, Pacific Energy's ASX market capitalisation increased from A\$9 million to approximately A\$200 million.

Prior to joining Pacific Energy Limited, Mr Boyd was a senior executive with Global Renewables Group when it was jointly owned by GRD Limited and Hastings Funds Management Limited. During that tenure, Mr Boyd was principally involved in the successful commercialisation of Global Renewables alternative waste treatment and renewable energy process technology in Australia and the United Kingdom.

Mr Boyd is a renewable infrastructure and energy specialist with considerable experience in the mining and energy infrastructure sectors.

Mr Peter Torre - Director

Mr Peter Torre is a chartered accountant, a chartered secretary and a member of the Australian Institute of Company Directors. Mr Torre is the principal of Torre Corporate, an advisory firm which provides corporate secretarial services to a range of ASX listed companies. He was previously a partner of an internationally affiliated firm of chartered accountants working within its corporate services division.

Mr Torre is presently a director of Mineral Commodities Ltd. Mr Torre was the company secretary of the Company during the period commencing on September 2014.