ASX Announcement / Media Release

4 November 2016

Waiver of ASX Listing Rule 14.7

At its upcoming Annual General Meeting on Thursday 10 November 2016, Cooper Energy Limited (ASX: COE) ("Cooper Energy" or "the Company") is asking shareholders to pass a resolution for the purposes of ASX Listing Rule 7.4 to ratify the issue of 83,436,816 shares that were issued pursuant to a placement announced on 18 May 2016 ("Resolution 5").

Cooper Energy has included a voting exclusion statement in relation to Resolution 5 in its Notice of Annual General Meeting, which was sent to its shareholders on 11 October 2016. The voting exclusion statement states that Cooper Energy will disregard votes cast on Resolution 5 by a person (and their associates) who participated in the issue referred to in Resolution 5.

Cooper Energy advises that ASX Limited has granted a waiver from ASX Listing Rule 14.7 so that Cooper Energy need not disregard votes cast on Resolution 5 by shareholders who participated in the issue, to the extent only that those holders are acting solely in a fiduciary, nominee or custodial capacity ("Nominee Holders") on behalf of beneficiaries who did not participate in the issue on the following conditions:

1. The beneficiaries provide written confirmation to the Nominee Holders that they did not participate in the issue, nor are they an associate of a person who participated in the issue.
2. The beneficiaries direct the Nominee Holders to vote for or against Resolution 5.
3. The Nominee Holders do not exercise discretion in casting a vote on behalf of the beneficiaries.
4. The terms of the waiver are immediately released to the market.

ENDS

Further comment and information	
Alison Evans, Company Secretary	+61 8 8100 4900