

### ASX Announcement / Media Release

8 November 2018

## 2018 AGM results

Cooper Energy Limited's (ASX: COE) Annual General Meeting was held today. As required by ASX Listing Rule 3.13.2 and Section 251AA(2) of the Corporations Act, the following resolutions were passed, together with the relevant proxy votes received by the Company.

## **Financial Reports**

The Annual Financial Report, Directors' Report, and the Auditor's Report were received and considered at the AGM.

### **Resolution 1 – Adoption of the Remuneration Report (non-binding resolution)**

"That the Remuneration Report as set out in the Directors' Report for the financial year ended 30 June 2018 be adopted."

Details of proxies received were:

For	Against	Open	Abstain
1,018,321,105	26,387,559	2,867,871	1,521,147

The resolution was passed unanimously on a show of hands.

### **Resolution 2 – Re-election of Mr Jeffrey Schneider as a director**

"That Mr Jeffrey Schneider, a director of the Company who retires by rotation in accordance with clause 5.1 of the Constitution and being eligible, offers himself for re-election, be re-elected as a director of the Company."

Details of proxies received were:

For	Against	Open	Abstain
1,058,524,266	788,107	2,890,840	486,275

The resolution was passed unanimously on a show of hands.

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## Resolution 3 – Election of Ms Elizabeth Donaghey as a director

"That Ms Elizabeth Donaghey, being appointed as a non-executive director of the Company by the Board in accordance with clause 8.1 of the Constitution since the last Annual General Meeting and who ceases to hold office at the conclusion of this Annual General Meeting in accordance with clause 8.2 of the Constitution, be elected as a non-executive director of the Company."

Details of proxies received were:

For	Against	Open	Abstain
1,057,597,319	1,490,187	2,890,840	711,142

The resolution was passed unanimously on a show of hands.

#### Resolution 4 – Issue of rights to Mr David Maxwell, Managing Director

"That, for the purpose of Listing Rule 10.14 and for all other purposes, the issue to Mr David Maxwell of performance rights and share appreciation rights pursuant to the Company's equity incentive plan as described in the Explanatory Notes, be approved."

Details of proxies received were:

For	Against	Open	Abstain
1,015,264,475	20,500,424	2,802,555	24,122,034

#### **Resolution 5 – Approval of Equity Incentive Plan**

"That, for the purpose of Listing Rule 7.2 Exception 9(b) and for all other purposes, the Company's equity incentive plan (as summarised in the Explanatory Notes), and the grant of rights and issue of shares under that plan, be approved."

Details of proxies received were:

For	Against	Open	Abstain
1,015,481,956	20,365,421	2,478,615	24,363,496

The resolution was passed unanimously on a show of hands.

# Resolution 6 – Increase in the Aggregate Annual Non-Executive Directors' Remuneration

"That, for the purpose of clause 38 of the Constitution, Listing Rule 10.17 and for all other purposes, the maximum aggregate amount of remuneration payable to all non-executive directors in any year be increased from \$750,000 to \$1,250,000."

Details of proxies received were:

For	Against	Open	Abstain
1,017,556,885	28,386,443	2,452,773	14,293,387

The resolution was passed unanimously on a show of hands.

Further comment and information
Alison Evans
Company Secretary
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About Cooper Energy Limited (ASX:COE) is an ASX listed exploration and production company which generates revenue from gas supply to south-east Australia and low cost Cooper Basin oil production. The company is an emerging player in the south-east Australian energy sector holding a portfolio of gas supply contracts and one of the most extensive portfolios of gas-focussed acreage and assets, including well located reserves, resources and processing plant, in the Otway and Gippsland basins. The most significant resource, the Sole gas field in the Gippsland Basin, is currently being developed to provide a new source of gas supply for south-east Australia from 2019.