

PROXY FORM

OCTANEX N.L.

(ABN 61 005 632 315)

The Company Secretary
Octanex N.L.
Level 21
500 Collins Street
Melbourne
Victoria 3000

I/We (name of Member).....

of (address).....

being a Member/Members of Octanex N.L. ("the Company") HEREBY APPOINT

(name) or failing that person
then the Chairman of the Meeting as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the
Company to be held in the David Hey Room of the Institute of Chartered Accountants on Level 3, 600 Bourke Street, Melbourne,
Victoria on Monday, 23 November 2009 commencing at 10:00 am (ADST) and at any adjournment thereof.

INSTRUCTIONS AS TO VOTING ON RESOLUTIONS – To indicate your instructions mark

X

If no directions are given my/our proxy may vote as he/she thinks fit or may abstain. Otherwise my/our proxy is to vote as follows:

		FOR	AGAINST	ABSTAIN
Resolution 1	Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Election of J M D Willis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Re-election of E G Albers	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Adopt a new Constitution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Subject to the operation of the express voting exclusions contained in the Notes to the Notice of Meeting, the Chairman's
intention is to vote an undirected proxy in favour of each resolution to be put to the Meeting.

If you do not wish to direct your proxy how to vote then please place a mark in this box.

By marking this box you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of
the resolution and votes cast by him other than as your proxyholder will be disregarded because of that interest.

My total voting right is _____ shares. This Proxy is appointed to represent _____ % of my voting right, or if 2
proxies are appointed, Proxy 1 represents _____ % and Proxy 2 represents _____ % of my total votes. If no direction is given
above or if more than one box is marked in relation to a resolution, I/we authorise my/our proxy to vote or abstain as my/our proxy
thinks fit in respect of that resolution at the Meeting and any adjournment thereof.

Signature(s)

Date

Individual or
Joint Shareholder 1

Director/Company Secretary

Joint Shareholder 2

Director

Joint Shareholder 3

Sole Director & Sole Company
Secretary

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 proxy must 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, Octanex N.L. at its Registered Office:

Level 21
500 Collins Street
Melbourne
Victoria 3000

Facsimile: +61 (0)3 8610 4799

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 or be attached to any form of appointment of or certificate of appointment of personal representative presented at the meeting.