

Ferrum Crescent Limited

ACN 097 532 137

NOTICE OF GENERAL MEETING

AND

EXPLANATORY STATEMENT TO SHAREHOLDERS

FOR A GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON Thursday 29 September 2016 at The Hovia Room, Metro Hotel Perth, 61 Canning Highway, South Perth, Western Australia 6151 at 11.00am (Perth time).

You are encouraged to attend the meeting but, if you cannot, you are requested to complete and return the enclosed Proxy Form without delay (and no later than 48 hours before the meeting) to Computershare Investor Services Pty Limited at GPO Box 242, Melbourne, Victoria 3001, Australia, or by facsimile on facsimile number 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia).

NOTICE IS HEREBY GIVEN that a General Meeting of the members of FERRUM CRESCENT LIMITED (**Ferrum** or the **Company**) will be held on the date and at the location and time specified below:

DATE: Thursday 29 September 2016

LOCATION: The Hovia Room, Metro Hotel Perth, 61 Canning Highway,
South Perth, Western Australia 6151

TIME: 11.00am (Perth time)

BUSINESS: The business to be transacted at the General Meeting is the proposal of the Resolutions set out below.

FERRUM CRESCENT LIMITED
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TIME AND PLACE OF GENERAL MEETING AND HOW TO VOTE

VENUE

A General Meeting of the Shareholders of Ferrum Crescent Limited will be held at The Hovia Room, Metro Hotel Perth, 61 Canning Highway, South Perth, Western Australia 6151 on Thursday 29 September 2016 at 11.00am (Perth time).

YOUR VOTE IS IMPORTANT

The business of the General Meeting affects your shareholding and your vote is important.

VOTING IN PERSON

Shareholders may attend the General Meeting on the date and at the place set out above and vote in person.

Holders of Depositary Interests (**DI Holders**) may attend the General Meeting but will not be permitted to vote at the General Meeting. For their votes to be counted, DI Holders must submit their CREST Voting Instruction to the Company's agent by the required cut-off time set out below. Alternatively, DI Holders can vote using the enclosed Form of Instruction as per the instructions set out below.

VOTING BY PROXY

Please note that:

- a. a Shareholder entitled to attend and vote at the General Meeting is entitled to appoint a proxy;
- b. a proxy need not be a member of the Company;
- c. a Shareholder may appoint a body corporate or an individual as its proxy;
- d. a body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy; and
- e. a Shareholder entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the total votes.

Australia (Proxy Forms)

The enclosed Proxy Form provides further details on voting entitlement, appointing proxies and lodging Proxy Forms. If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, the body corporate should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent to the Company or its share registry in advance of the General Meeting or handed in at the General Meeting when registering as a corporate representative.

To vote by proxy, please complete and sign the Proxy Form enclosed and either:

- a. deliver the Proxy Form by post to Computershare Investor Services Pty Limited, GPO Box 242, Melbourne Victoria 3001, Australia; or
- b. fax the form to Computershare Investor Services Pty Limited on facsimile number 1800 783 447 (within Australia) or +61 3 9473 2555 (outside Australia),

so that it is received not later than **11.00am (Perth time) on Tuesday 27 September 2016**. Proxy forms received later than this time will be invalid.

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South Africa (Proxy Forms)

The enclosed Proxy Form provides further details on voting entitlement, appointing proxies and lodging Proxy Forms. If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, the body corporate should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that company's representative. The authority may be sent to the Company or its share registry in advance of the General Meeting or handed in at the General Meeting when registering as a corporate representative.

To vote by proxy, please complete and sign the Proxy Form enclosed and deliver the proxy form to:

Computershare Investor Services (Proprietary) Ltd, Ground Floor, 70 Marshall Street, Johannesburg, 2001 (PO Box 61051, Marshalltown, 2107) to reach them by no later than **5.00am (SA time) on Tuesday 27 September 2016**.

United Kingdom (CREST Voting Instruction)

Holders of Depositary Interests in CREST may transmit voting instructions by utilising the CREST voting service in accordance with the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider, should refer to their CREST sponsor or voting service provider, who will be able to take appropriate action on their behalf.

In order for instructions made using the CREST voting service to be valid, the appropriate CREST message (a "**CREST Voting Instruction**") must be properly authenticated in accordance with Euroclear's specifications and must contain the information required for such instructions, as described in the CREST Manual (available via www.euroclear.com/CREST).

To be effective, the CREST Voting Instruction must be transmitted so as to be received by the Company's agent (3RA50) no later than **11.00am (UK time) on Monday 26 September 2016**. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the CREST Voting Instruction by the CREST applications host) from which the Company's agent is able to retrieve the CREST Voting Instruction by enquiry to CREST in the manner prescribed by CREST. Holders of depositary interests in CREST and, where applicable, their CREST sponsors or voting service providers should note that Euroclear does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the transmission of CREST Voting Instructions. It is the responsibility of the DI Holder concerned to take (or, if the Depositary Interest holder is a CREST personal member or sponsored member or has appointed a voting service provider, to procure that the CREST sponsor or voting service provider takes) such action as shall be necessary to ensure that a CREST Voting Instruction is transmitted by means of the CREST voting service by any particular time. In this connection, DI Holders and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

United Kingdom (Form of Instruction)

Alternatively, DI Holders can vote by completing, signing and returning the enclosed Form of Instruction to the Company's agent (3RA50) no later than **11.00am (UK Time) on Monday 26 September 2016**.

CUSTODIAN VOTING

For Intermediary Online subscribers only (custodians) please visit www.intermediaryonline.com to submit your voting intentions.

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Notice is given that a General Meeting of the Shareholders of Ferrum Crescent Limited will be held at 11.00am (Perth time) on Thursday 29 September 2016 at The Hovia Room, Metro Hotel Perth, 61 Canning Highway, South Perth, Western Australia 6151.

The Explanatory Statement to this Notice of General Meeting provides additional information on the matters to be considered at the General Meeting and a glossary of defined terms not defined in full in this Notice. The Explanatory Statement and the enclosed Proxy Form, or Form of Instruction if you are a DI Holder, form part of this Notice of General Meeting. Terms and abbreviations used in this Notice of General Meeting and Explanatory Statement are defined in the Glossary.

The Directors have determined pursuant to Regulations 7.11.37 and 7.11.38 of the Corporations Regulations that the persons eligible to vote at the General Meeting are those who are registered Shareholders of the Company at **5.00pm (Perth time) on Tuesday 27 September 2016**. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the General Meeting.

AGENDA

RESOLUTIONS

1. Ratification of prior issue of Shares

To consider and, if thought fit, to pass, with or without amendment, the following as an **Ordinary Resolution**:

"That, pursuant to and in accordance with ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 187,226,485 Shares at an issue price of 0.20 pence per Share on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion: The Company will disregard any votes cast on this Resolution by a person who participated in the issue and any associates of those persons. However, the Company need not disregard a vote if:

- it is cast by a person identified as proxy for a person who is entitled to vote on the Resolution and the vote is cast in accordance with the directions on the proxy form; or
- it is cast by the person chairing the meeting as proxy for a person who is entitled to vote on the Resolution and the vote is cast in accordance with the directions on the proxy form to vote as the proxy decides.

The Chairman intends to vote all available proxies **IN FAVOUR** of Resolution 1.

2. Approval of grant of Placement Options

To consider and, if thought fit, to pass, with or without amendment, the following as an **Ordinary Resolution**:

"That, pursuant to and in accordance with ASX Listing Rule 7.1 and for all other purposes, Shareholders approve the grant of 187,226,485 Options to certain professional and sophisticated investors on the terms and conditions set out in the Explanatory Statement."

Voting Exclusion: The Company will disregard any votes cast on this resolution by:

- a person who may participate in the grant of Placement Options and a person who might obtain a benefit (except a benefit solely in the capacity of a holder of Shares) if the resolution is passed; and
- any associate of that person (or those persons).

However, the Company need not disregard a vote cast on this resolution if:

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- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form; or
- it is cast by the Chairman as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

The Chairman intends to vote all available proxies **IN FAVOUR** of Resolution 2.

3. Approval of grant of Broker Options

To consider and, if thought fit, to pass, with or without amendment, the following as an **Ordinary Resolution**:

“That, pursuant to and in accordance with ASX Listing Rule 7.1 and for all other purposes, Shareholders approve the grant of 18,722,649 Options to Beaufort Securities Limited on the terms and conditions set out in the Explanatory Statement.”

Voting Exclusion: The Company will disregard any votes cast on this resolution by:

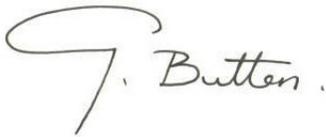
- Beaufort Securities Limited; and
- any associate of Beaufort Securities Limited.

However, the Company need not disregard a vote cast on this resolution if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form; or
- it is cast by the Chairman as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

The Chairman intends to vote all available proxies **IN FAVOUR** of Resolution 3.

BY ORDER OF THE BOARD



Grant Button
Director/Company Secretary
DATED 23 August 2016

EXPLANATORY STATEMENT TO SHAREHOLDERS

INTRODUCTION

This Explanatory Statement has been prepared for the information of Shareholders of the Company in connection with the Resolutions to be considered at the General Meeting to be held at The Hovia Room, Metro Hotel Perth, 61 Canning Highway, South Perth, Western Australia 6151 at 11.00am (Perth time) on Thursday 29 September 2016.

This Explanatory Statement should be read in conjunction with the accompanying Notice of General Meeting.

The purpose of this Explanatory Statement is to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions set out in the Notice of General Meeting.

1. BACKGROUND

On 25 July 2016, the Company announced that it had conditionally raised £374,453 before expenses through the issue of 187,226,485 Shares, each at an issue price of 0.20 pence, placed via Beaufort Securities Limited (**Beaufort**) (the **Placement**).

As part of the Placement each investor was offered, subject to shareholder approval in accordance with the ASX Listing Rules, Options on the basis of one Option for every Share subscribed under the Placement at an exercise price of 0.30 pence per Share and for an exercise period of two years following the date of Admission (the **Placement Options**).

In addition, the Company agreed to grant a further 18,722,649 options to Beaufort on the same terms as the Placement Options as settlement for certain fees incurred in connection with the Placement (the **Broker Options**).

Resolution 1 seeks Shareholder approval to ratify the issue of 187,226,485 Shares under the Placement.

Resolution 2 seeks Shareholder approval to grant the Placement Options to those investors who subscribed for the Placement Shares.

Resolution 3 seeks Shareholder approval to grant the Broker Options to Beaufort as settlement for fees incurred in connection with the Placement.

2. RESOLUTION 1 – Ratification of prior issue of Shares

As announced on 25 July 2016, the Company has issued 187,226,485 Shares at a price of 0.20 pence per Share (the **Placement Shares**). The Placement Shares were placed pursuant to the Company's 15% placement facility under ASX Listing Rule 7.1. Resolution 1 seeks Shareholder ratification, pursuant to ASX Listing Rule 7.4, for the issue of the Placement Shares.

ASX Listing Rule 7.4 provides that, where a company in general meeting ratifies previous issues of securities made pursuant to ASX Listing Rules 7.1 and/or 7.1A, the issue of those securities will be deemed to have been made with shareholder approval for the purpose of ASX Listing Rule 7.1.

The effect of Shareholders passing Resolution 1 and ratifying the issue of the Placement Shares will be to replenish the Company's 15% placement facility to the extent of the Placement Shares.

Resolution 1 is an Ordinary Resolution.

Technical Information required by ASX Listing Rule 7.4

In accordance with ASX Listing Rule 7.5, the following information is provided in relation to the issue of the Placement Shares:

- (a) 187,226,485 Shares were issued.

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- (b) The Placement Shares were issued at a price of 0.20 pence per Share.
- (c) The Placement Shares are all fully paid ordinary shares issued on the same terms and conditions as the Company's existing Shares.
- (d) The Placement Shares were issued to professional and sophisticated investors. None of these subscribers are related parties or associates of the Company.
- (e) The Company intends to use the proceeds from the issue of the Placement Shares for the Group's general working capital purposes, including, subject to the exercise of the Company's option over GoldQuest Iberica, S.L. (**GoldQuest**) in due course, a planned structured work programme across GoldQuest's Toral and Lago lead-zinc exploration projects in León and Garcia (the **Iberian Projects**), with the objective of establishing a maiden JORC Code compliant resource estimate at the Iberian Projects, the rapid establishment of metallurgical characteristics and a viable metals separation and processing profile.
- (f) A voting exclusion statement for Resolution 1 is included in the Notice of General Meeting.

The Board unanimously recommends that Shareholders vote **IN FAVOUR** of Resolution 1. The Chairman intends to exercise all undirected proxies **IN FAVOUR** of Resolution 1.

3. RESOLUTION 2 – Approval of grant of Placement Options

Resolution 2 seeks Shareholder approval, pursuant to ASX Listing Rule 7.1, for the grant of the Placement Options, being 187,226,485 Options to be issued to those investors who subscribed for Placement Shares, on the basis of one Placement Option for every one Placement Share subscribed. Each Placement Option is exercisable at 0.30 pence per Share on or before 29 July 2018. Resolution 2 seeks Shareholder approval to grant the Placement Options to those investors who subscribed for the Placement Shares.

ASX Listing Rule 7.1

ASX Listing Rule 7.1 provides that a company must not, without the approval of its ordinary security holders (and subject to a number of exceptions, including issues within a company's 10% placement facility under ASX Listing Rule 7.1A), issue or agree to issue securities in excess of its 15% placement facility under ASX Listing Rule 7.1. The proposed grant of the Placement Options would exceed the Company's 15% placement facility and therefore requires Shareholder approval.

Resolution 2 is an Ordinary Resolution.

Technical information required by ASX Listing Rule 7.3

In accordance with ASX Listing Rule 7.3, the following information is provided in connection with the proposed grant of the Placement Options:

- (a) 187,226,485 Options will be granted.
- (b) The Company will grant the Placement Options by no later than three months after the date of the General Meeting (or such later date permitted by an ASX waiver of the ASX Listing Rules).
- (c) The Placement Options will be granted to sophisticated and professional investors who subscribed for Shares under the Placement, none of whom are related parties or associates of the Company.
- (d) The Placement Options were offered, for no consideration but subject to Shareholder approval, to investors who subscribed for Shares under the Placement. Accordingly, no funds will be raised from the grant of the Placement Options. Funds raised, from time to time, on exercise of the Placement Options will be used for the Company's general working capital purposes, as the Board thinks fit.
- (e) The terms and conditions of the Placement Options are set out in Schedule 1.

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- (f) The Company intends to grant the Placement Options on one date, but reserves the right to grant the Placement Options progressively.
- (g) A voting exclusion statement for Resolution 2 is included in the Notice of General Meeting.

The Directors unanimously recommend that Shareholders vote **IN FAVOUR** of Resolution 2. The Chairman intends to vote available undirected proxies **IN FAVOUR** of Resolution 2.

4. RESOLUTION 3 – Approval of grant of Options to Beaufort Securities Limited

As announced on 25 July 2016, the Company has agreed to issue the Broker Options, being 18,722,649 Options, to Beaufort, the Company's broker, as settlement of certain corporate broking services fees incurred in connection with the Placement. The Broker Options will be granted on the same terms as the Placement Options. Resolution 3 seeks Shareholder approval, pursuant to ASX Listing Rule 7.1, to grant the Broker Options.

ASX Listing Rule 7.1

ASX Listing Rule 7.1 provides that a company must not, without the approval of its ordinary security holders (and subject to a number of exceptions, including issues within a company's 10% placement facility under ASX Listing Rule 7.1A), issue or agree to issue securities in excess of its 15% placement facility under ASX Listing Rule 7.1. The proposed grant of the Broker Options would exceed the Company's 15% placement facility and therefore requires Shareholder approval.

Resolution 3 is an Ordinary Resolution.

Technical information required by ASX Listing Rule 7.3

In accordance with ASX Listing Rule 7.3, the following information is provided in connection with the proposed grant of the Broker Options:

- (a) 18,722,649 Options will be granted.
- (b) The Company will grant the Broker Options on one date, no later than three months after the date of the General Meeting (or such later date permitted by an ASX waiver of the ASX Listing Rules).
- (c) The Broker Options will be granted to Beaufort Securities Limited, the Company's broker as settlement of certain corporate broking services fees incurred in connection with the Placement. Accordingly, no funds will be raised from the grant of the Broker Options. Funds raised, from time to time, on exercise of the Broker Options will be used for the Company's general working capital purposes, as the Board thinks fit.
- (d) The terms and conditions of the Broker Options are the same as those for the Placement Options and are set out in Schedule 1.
- (e) A voting exclusion statement for Resolution 3 is included in the Notice of General Meeting.

The Directors unanimously recommend that Shareholders vote **IN FAVOUR** of Resolution 3. The Chairman intends to vote available undirected proxies **IN FAVOUR** of Resolution 3.

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GLOSSARY

Admission	means admission of the Placement Shares in the capital of the Company to trading on AIM, being 29 July 2016.
AIM	means the AIM market of the London Stock Exchange.
ASX	means Australian Securities Exchange.
ASX Listing Rules	means the official listing rules of ASX.
Beaufort	means Beaufort Securities Limited.
Board	means the current board of directors of the Company.
Bonus Issue	means a Pro Rata Issue to the holders of Shares for which no consideration is payable by them.
Broker Options	has the meaning given in the Background section.
Chairman	means the person appointed to chair the General Meeting of the Company convened by this Notice.
Company or Ferrum	means Ferrum Crescent Limited A.C.N. 097 532 137.
Corporations Act	means the <i>Corporations Act 2001</i> (Cth).
Corporations Regulations	means the <i>Corporations Regulations 2001</i> (Cth).
DI Holders	means holders of depositary interests in the Company.
Directors	means the current directors of the Company.
Exercise Price	means 0.30 pence per Share.
Explanatory Statement	means the explanatory statement accompanying the Notice of Meeting.
General Meeting or Meeting	means the General Meeting of Shareholders to be held at the Hovia Room, Metro Hotel Perth, 61 Canning Highway, South Perth, Western Australia 6151 on Thursday 29 September 2016 at 11.00am (Perth time).
GoldQuest	means GoldQuest Iberica, S.L.
Form of Instruction	means, for DI Holders, the form of instruction enclosed with this Notice.
Iberian Projects	has the meaning given in section 2 of the Explanatory Memorandum.
Notice of Meeting or Notice	means this notice of General Meeting including the Explanatory Statement.
Option	means an option to acquire a Share on the terms and conditions set out in Schedule 1 and includes both the Placement Options and the Broker Options.
Ordinary Resolution	means a Resolution to be passed by a simple majority of Shareholders entitled to vote on the Resolution (in person, by proxy, by attorney or, in the case of a corporate Shareholder, by a corporate representative).
Placement	has the meaning given in section 1 of the Explanatory Memorandum.

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Placement Options	has the meaning given in section 1 of the Explanatory Memorandum.
Placement Shares	has the meaning given in section 2 of the Explanatory Memorandum.
Pro Rata Issue	means an issue which has been offered to all holders of securities in a class on a pro rata basis, including without limitation a rights issue.
Proxy Form	means, for Shareholders, the proxy form enclosed with this Notice.
Resolution	means a resolution set out in the Notice of Meeting.
Share	means an ordinary share in the Company.
Shareholder	means a holder of Shares in the Company.

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Schedule 1 – Terms and conditions of the Options

The terms and conditions of the Options are summarised below.

- (a) Each Option entitles the holder to acquire one Share.
- (b) The exercise price of the Options is 0.30 pence per Share (**Exercise Price**).
- (c) The expiry date of the Options is 29 July 2018 (**Expiry Date**). Any Option not exercised before the Expiry Date will lapse on the Expiry Date.
- (d) Each Option may be exercised on any business day on or before the Expiry Date by lodging a duly completed Notice of Exercise, together with payment for the Exercise Price multiplied by the number of Options being exercised.
- (e) Shares to be issued on exercise of Options must be allotted not later than 10 business days after valid lodgement of the Notice of Exercise and payment in full of the aggregate Exercise Price.
- (f) A Notice of Exercise is irrevocable, save with the consent of the Board.
- (g) The Options are non-transferable.
- (h) The Company will not apply for quotation of the Options on AIM, ASX, or JSE but will apply for quotation of Shares issued on the exercise of the Options.
- (i) Shares issued on exercise of the Options will be fully paid and will rank equally with all Shares on issue.
- (j) There are no participating rights or entitlements inherent in the Options and Optionholders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options. However, the Company will give Optionholders notice of any proposed issue prior to the record date for determining entitlements to participate in any such issue. The Company will also give Optionholders notice of any proposed buy-back.
- (k) In the event of any reorganisation (including consolidation, subdivision, reduction or return) of the issued capital of the Company, all rights of the Optionholder will be changed to the extent necessary to comply with the ASX Listing Rules.
- (l) If the Company completes a Bonus Issue during the term of an Option, the number of Shares the holder is then entitled to will be increased by the number of shares which the holder would have been issued in respect of Options if they were exercised immediately prior to the record date of the Bonus Issue.
- (m) If a Pro Rata Issue (except a Bonus Issue) is made to the holders of the underlying securities of the Company, the Exercise Price of the Options will be adjusted in accordance with the ASX Listing Rules.
- (n) Optionholders will be given written notice of all adjustments.
- (o) Rights attached to Options may only be altered by agreement of Optionholders and Shareholders in accordance with the ASX Listing Rules.
- (p) The Company will give notice to Optionholders for any offer to Shareholders to acquire all or part of the share capital of the Company which will result in control of the Company becoming vested in the offeror, including an offer by way of a scheme of arrangement.



FCR
 MR SAM SAMPLE
 FLAT 123
 123 SAMPLE STREET
 THE SAMPLE HILL
 SAMPLE ESTATE
 SAMPLEVILLE VIC 3030

Lodge your vote:



By Mail:

Computershare Investor Services Pty Limited
 GPO Box 242 Melbourne
 Victoria 3001 Australia

Alternatively you can fax your form to
 (within Australia) 1800 783 447
 (outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only
 (custodians) www.intermediaryonline.com

For all enquiries call:

(within Australia) 1300 850 505
 (outside Australia) +61 3 9415 4000



Proxy Form

XX

**For your vote to be effective it must be received by 11:00am (Perth time)
 Tuesday, 27 September 2016**

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

Signing Instructions

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

Comments & Questions: If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

Turn over to complete the form ➔



View your securityholder information, 24 hours a day, 7 days a week:

www.investorcentre.com

- Review your securityholding
- Update your securityholding

Your secure access information is:

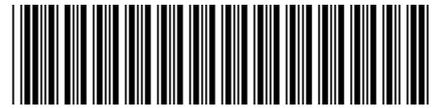
SRN/HIN: I9999999999



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Ferrum Crescent Limited hereby appoint

the Chairman of the Meeting OR

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the General Meeting of Ferrum Crescent Limited to be held at The Hovia Room, Metro Hotel Perth, 61 Canning Highway, South Perth, Western Australia on Thursday, 29 September 2016 at 11:00am (Perth time) and at any adjournment or postponement of that meeting.

STEP 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
Resolution 1 Ratification of prior issue of Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Approval of grant of Placement Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 Approval of grant of Broker Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name _____

Contact Daytime Telephone _____

Date / /