

ACN 009 081 770

**NOTICE OF 2014 ANNUAL GENERAL MEETING
EXPLANATORY STATEMENT**

Date of Meeting

24 November 2016

Time of Meeting

9.45am (WST)

Place of Meeting

Quest West Perth
Level 1, 54 Kings Park Road
West Perth, Western Australia

YOUR ANNUAL REPORT IS AVAILABLE ONLINE, SIMPLY VISIT:

<http://ookami.com.au/investor/>

This Notice of Meeting should be read in its entirety.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 8 9322 4328.

NOTICE OF 2014 ANNUAL GENERAL MEETING

The 2014 Annual General Meeting of Shareholders of Ookami Limited ACN 009 081 770 (**Company**) is to be held on 24 November 2016 at Quest West Perth Level 1, 54 Kings Park Road, West Perth, Western Australia, commencing at 9.45am (WST) for the purpose of transacting the following business referred to in this Notice of Annual General Meeting (**Notice**).

Terms and abbreviations used in this Notice and accompanying Explanatory Statement are defined in the Glossary to the Explanatory Statement.

The Explanatory Statement that accompanies and forms part of this Notice describes the matters to be considered at this Meeting.

Time and Place of Meeting

Notice is given that the Meeting will be held at 9.45am (WST) on 24 November 2016 at:

**Quest West Perth
Level 1, 54 Kings Park Road
West Perth, Western Australia**

ORDINARY BUSINESS

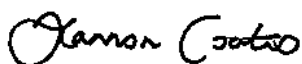
Financial Statements – Year ended 30 June 2014

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2014 including the declaration of the Directors', the Directors' report and the auditor's report as set out in the Company's Annual Report.

OTHER BUSINESS

To deal with any other business which may be brought forward in accordance with the Constitution and the Corporations Act.

BY ORDER OF THE BOARD



**Shannon Coates
Company Secretary**

25 October 2016

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to provide shareholders with material information to enable them to make an informed decision on the business to be conducted at the 2014 Annual General Meeting of Ookami Limited (**Company**).

Certain terms and abbreviations used in this Explanatory Statement have defined meanings which are explained in the glossary appearing at the end of this Explanatory Statement.

FINANCIAL STATEMENTS – YEAR ENDED 30 JUNE 2014

This Notice deals with the consolidated annual financial report of the Company for the financial year ended 30 June 2014 together with the Directors' declaration, the Directors' report and the auditor's report. Shareholders should consider these documents and raise any matters of interest with the Directors when this item is being considered. The Company will not provide a hard copy of the Company's annual financial report to Shareholders unless specifically requested to do so. The reports are available on the Company's website at www.ookami.com.au.

No resolution is required to be moved in respect of this item.

Shareholders will be given a reasonable opportunity at the Annual General Meeting to ask questions and make comments on the accounts and on the business, operations and management of the Company.

The Chairman will also provide Shareholders a reasonable opportunity to ask the auditor questions relevant to:

- the conduct of the audit;
- the preparation and content of the independent audit report;
- the accounting policies adopted by the Company in relation to the preparation of accounts; and
- the independence of the auditor in relation to the conduct of the audit.

GLOSSARY

The following terms have the following meanings in this Explanatory Statement:

“Accounting Standards” has the meaning given to that term in the Corporations Act;

“Annual General Meeting” means the annual general meeting the subject of the Notice;

“Annual Report” means the annual financial report of the Company for the year ended 30 June 2014;

“ASX” means ASX Limited (ABN 98 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX Limited;

“Board” means the board of Directors;

“Company” means Ookami Limited (ACN 009 081 770);

“Constitution” means the constitution of the Company;

“Corporations Act” means the Corporations Act 2001 (Cth);

“Director” means a director of the Company;

“Explanatory Statement” means this explanatory statement accompanying the Notice;

“Listing Rules” means the Listing Rules of the ASX;

“Meeting” means the annual general meeting the subject of this Notice;

“Notice” or **“Notice of Meeting”** means the notice of annual general meeting accompanying this Explanatory Statement;

“Ordinary Securities” has the meaning set out in the ASX Listing Rules;

“Trading Day” means a day determined by ASX to be a trading day in accordance with the Listing Rules;

“WST” means Australian Western Standard Time.