

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IT CONTAINS THE RESOLUTIONS TO BE VOTED ON AT THE GENERAL MEETING OF THE COMPANY TO BE HELD ON 17 MAY 2019. IF YOU ARE IN ANY DOUBT AS TO WHAT ACTION TO TAKE YOU ARE RECOMMENDED TO CONSULT YOUR STOCKBROKER, SOLICITOR, ACCOUNTANT OR OTHER INDEPENDENT ADVISER AUTHORISED UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000 (AS AMENDED) ("FSMA") IF YOU ARE RESIDENT IN THE UNITED KINGDOM (OR, IF YOU ARE A PERSON OUTSIDE THE UK, FROM ANOTHER APPROPRIATELY QUALIFIED INDEPENDENT ADVISER IN YOUR JURISDICTION).

If you have sold or transferred all of your Ordinary Shares in Edenville Energy Plc, you should pass this Document together with any other documents enclosed herein, to the person through whom the sale or transfer was made for transmission to the purchaser or transferee. If you have sold or transferred only part of your registered holding of Ordinary Shares in the Company, you should retain this Document and the accompanying documents. Such documents should, however, not be forwarded to or transmitted into any jurisdiction outside of the UK. Any failure to comply with such restriction may constitute a violation of the securities laws of any such jurisdiction. If you have sold only part of your holding of Ordinary Shares, please contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

This document does not constitute an offer to buy, acquire or subscribe for (or the solicitation of an offer to buy, acquire or subscribe for), Ordinary Shares or an offer to buy, acquire or subscribe for (or the solicitation of an offer to buy, acquire or subscribe for), the Placing Shares. This document does not contain an offer of transferable securities within the meaning of section 102B of FSMA and does not constitute a prospectus within the meaning of section 85 of FSMA. Neither does it constitute an admission document drawn up in accordance with the AIM Rules for Companies. This document has not been examined or approved by the Financial Conduct Authority or the London Stock Exchange or any other regulatory authority.

Application will be made to the London Stock Exchange for the Placing Shares to be admitted to trading on AIM. It is expected that First Admission of the Firm Placing Shares will become effective and that dealings will commence on 2 May 2019 and that Second Admission of the Conditional Placing Shares and the Director Salary Shares will commence on 20 May 2019 following the General Meeting. The Placing Shares will, when issued, rank in full for all dividends and other distributions declared, made or paid on the Ordinary Shares and otherwise rank *pari passu* in all respects with the Existing Ordinary Shares.

EDENVILLE ENERGY PLC

(Incorporated and registered in England and Wales under company number 05292528)

**FIRM PLACING OF 500,000,000 NEW ORDINARY SHARES AND
CONDITIONAL PLACING OF 2,050,000,000 NEW ORDINARY SHARES
AT 0.02 PENCE PER ORDINARY SHARE**

CONDITIONAL ISSUE OF 213,980,200 DIRECTOR SALARY SHARES

AND

NOTICE OF GENERAL MEETING

Your attention is drawn to the letter from the Chairman of the Company, which is set out on pages 8 to 15 of this Document, which recommends that you vote in favour of the Resolutions to be proposed at the General Meeting, referred to below.

Notice of General Meeting

The Notice convening a General Meeting of the Company, to be held at 11.00 a.m. on 17 May 2019 at the offices of Womble Bond Dickinson (UK) LLP, 4 More London Riverside, London SE1 2AU, is set out at the end of this Document. The action to be taken by Shareholders in respect of the General Meeting is set out on page 19 of this Document.

A paper proxy form is not enclosed with this document. Shareholders are able to vote online by logging on to www.signalshares.com and following the instructions provided or, in the case of CREST members, by using the CREST electronic proxy appointment service set out in note 4 to the Notice of General Meeting. A hard copy proxy form can be requested from the Registrars, further details of which are set out in note 9 to Notice of General Meeting.

SP Angel Corporate Finance LLP, which is authorised and regulated in the United Kingdom by the Financial Conduct Authority, is acting as nominated adviser and broker to the Company in connection with the proposed Placing. Persons receiving this document should note that SP Angel Corporate Finance LLP is not acting for anyone other than the Company (including a recipient of this document) and will not be responsible to anyone other than the Company for providing the protections afforded to clients of SP Angel Corporate Finance LLP or for advising any other person in respect of the proposed Placing or any transaction, matter or arrangement referred to in this document. SP Angel Corporate Finance LLP has not authorised the contents of, or any part of, this document and no liability whatsoever is accepted by SP Angel Corporate Finance LLP, for the accuracy of any information or opinions contained in this document or for the omission of any information. SP Angel Corporate Finance LLP, as nominated adviser and broker to the Company, owes certain responsibilities to the London Stock Exchange which are not owed to the Company or the Directors.

Brandon Hill Capital Limited, which is authorised and regulated in the United Kingdom by the Financial Conduct Authority, is acting as broker to the Company in connection with the proposed Placing. Persons receiving this document should note that Brandon Hill Capital Limited is not acting for anyone other than the Company (including a recipient of this document) and will not be responsible to anyone other than the Company for providing the protections afforded to clients of Brandon Hill Capital Limited or for advising any other person in respect of the proposed Placing or any transaction, matter or arrangement referred to in this document. Brandon Hill Capital Limited has not authorised the contents of, or any part of, this document and no liability whatsoever is accepted by Brandon Hill Capital Limited, for the accuracy of any information or opinions contained in this document or for the omission of any information. Brandon Hill Capital Limited, as broker to the Company, owes certain responsibilities to the London Stock Exchange which are not owed to the Company or the Directors.

The Placing Shares have not been, and will not be, registered under the United States Securities Act of 1933 (as amended) (the 'Securities Act') or under the securities laws of any state of the United States or qualify for distribution under any of the relevant securities laws of Australia, Canada, Japan, the Republic of Ireland or the Republic of South Africa. Accordingly, subject to certain exceptions, the Placing Shares may not be, directly or indirectly, offered, sold, taken up, delivered or transferred in or into the Australia, Canada, Japan, the Republic of Ireland, the Republic of South Africa or the United States, or for the account or benefit of, US persons (as such term is defined in Regulation S under the Securities Act) or to any national, resident or citizen of Australia, Canada, Japan, the Republic of Ireland or the Republic of South Africa. The distribution of this document in other jurisdictions may be restricted by law and, therefore, persons into whose possession this document comes should inform themselves about and observe such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. Shareholders who are residents or citizens of any country other than the United Kingdom and any person (including, without limitation, custodians, nominees and trustees) who have a contractual or other legal obligation to forward this document to a jurisdiction outside the United Kingdom should seek appropriate advice before taking any action.

Copies of this document will be available free of charge to the public during normal business hours on any day (Saturdays, Sundays and public holidays excepted) at the offices of Womble Bond Dickinson (UK) LLP, 4 More London Riverside, London SE1 2AU from the date of this document to the date of the General Meeting and also from the Company's website www.edenville-energy.com

IMPORTANT INFORMATION

Forward looking statements

Certain statements in this Document constitute “forward looking statements”. Forward looking statements include statements concerning the plans, objectives, goals, strategies and future operations and performance of the Company and the assumptions underlying these forward looking statements. The Company uses the words “anticipates”, “estimates”, “expects”, “believes”, “intends”, “plans”, “may”, “will”, “should”, “could” and any similar expressions to identify forward looking statements. Such forward looking statements involve known and unknown risks, uncertainties and other important factors that could cause the Company’s actual results, performances or achievements to be materially different from any future results, performances or achievements expressed or implied by such forward looking statements. Such forward looking statements are based on numerous assumptions regarding present and future business strategies and the environment in which the Company will operate in the future. These forward looking statements speak only as at the date of this Document. The Company expressly disclaims any obligation or undertaking to update or to revise any forward looking statements, whether as a result of new information, future events or otherwise except to the extent required by any applicable law or regulation. All subsequent written or oral forward looking statements attributable to the Company, or persons acting on behalf of the Company, are expressly qualified in their entirety by the cautionary statements contained throughout this Document. As a result of these risks, uncertainties and assumptions, a prospective investor should not place undue reliance on these forward looking statements.

None of the Placing Shares, this Document or any other document connected with the Placing have been or will be approved by the US Securities and Exchange Commission or by the securities commissions of any state or other jurisdiction of the United States or any other regulatory authority, nor have any of the foregoing authorities or any securities commission passed comment upon or endorsed the merits of the offering of the Placing Shares, or the accuracy or adequacy of this Document or any other document connected with the Placing. The Placing Shares have not been, and will not be, registered under the Securities Act or under the applicable securities laws of any state or other jurisdiction of the United States or any other Restricted Jurisdiction.

AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the Official List of the United Kingdom Listing Authority (being the FCA acting as competent authority for the purposes of Part V of FSMA) (“UKLA”). A prospective investor should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with an independent financial adviser. Neither the London Stock Exchange nor the UKLA has examined or approved the contents of this document. The AIM Rules for Companies are less demanding than those of the Official List of the UKLA. It is emphasised that no application is being made for admission of the Existing Ordinary Shares or the New Ordinary Shares to the Official List of the UKLA.

If you hold your Ordinary Shares in certificated form, whether or not you plan to attend the General Meeting, you are encouraged to vote online by logging on to www.signalshares.com and following the instructions provided.

If you hold your Ordinary Shares in uncertificated form (that is, in CREST) you may vote using the CREST proxy voting service in accordance with the procedures set out in the CREST Manual (please also refer to the accompanying notes to the Notice of General Meeting set out at the end of this Document). Proxies submitted via CREST must be received by the Company’s agent (ID RA10) by no later than 11.00 a.m. on 15 May 2019 (or, in the case of an adjournment, not later than 48 hours (excluding non-working days) before the time fixed for the holding of the adjourned meeting). The completion and transmission of a CREST proxy instruction will not prevent you from attending and voting at the General Meeting, or any adjournment thereof, in person should you wish to do so.

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DIRECTORS AND ADVISERS

Directors	Jeffrey Malaihollo (<i>Non-executive Chairman</i>) Rufus Short (<i>Chief Executive Officer</i>) Arun Srivastava (<i>Non-executive Director</i>)
Company Secretary	David Venus and Company LLP
Registered Address	Aston House Cornwall Avenue London N3 1LF
Nominated Adviser and Broker	SP Angel Corporate Finance LLP Prince Frederick House 35-39 Maddox Street London W1S 2PP
Joint Broker	Brandon Hill Capital Limited 1 Tudor Street London EC4Y 0AH
Legal advisers to the Company	Womble Bond Dickinson (UK) LLP 4 More London Riverside London SE1 2AU
Registrar	Link Asset Services The Registry 34 Beckenham Road Beckenham Kent BR3 4TU

PLACING STATISTICS

Placing Price	0.02p
Number of Existing Ordinary Shares ⁽¹⁾	1,648,261,562
Number of Placing Shares to be issued pursuant to the Firm Placing	500,000,000
Number of Placing Shares to be issued pursuant to the Conditional Placing	2,050,000,000
Aggregate number of Placing Shares to be issued	2,550,000,000
Aggregate number of Director Salary Shares to be issued	213,980,200
Enlarged Share Capital	4,412,241,762
Percentage of the Enlarged Share Capital represented by the Placing Shares ⁽²⁾	57.8 per cent.
Aggregate gross Placing proceeds	£510,000
Gross proceeds of the Firm Placing	£100,000
Gross proceeds of the Conditional Placing	£410,000
Estimated net proceeds of the placing	£454,200

Notes:

1. As at 26 April 2019, the last Business Day prior to publication of this document.
2. Assuming that the 213,980,200 Director Salary Shares are issued following the approval of Resolutions 2 and 5.
3. Each of the times and dates above are indicative only and if any of the details contained in the timetable above should change, the revised times and dates will be notified to Shareholders by means of an announcement through a Regulatory Information Service.
4. All of the above times refer to London time unless otherwise stated.

All events listed in the above timetable following the General Meeting are conditional on the passing at the General Meeting of the Resolutions.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

This document posted to Shareholders (by first class post)	29 April 2019
First Admission and dealings in the Firm Placing Shares expected to commence on AIM	2 May 2019
CREST stock accounts expected to be credited for the Firm Placing Shares (where applicable)	2 May 2019
Despatch of definitive share certificates in respect of the Firm Placing Shares to be held in certificated form	Within 14 days of First Admission
Latest time and date for receipt of electronic votes to be valid at the General Meeting	11.00 a.m. on 15 May 2019
General Meeting	11.00 a.m. on 17 May 2019
Second Admission and dealings in the Conditional Placing Shares and Director Salary Shares expected to commence on AIM	20 May 2019
CREST stock accounts expected to be credited for the Conditional Placing Shares and Director Salary Shares (where applicable)	20 May 2019
Despatch of definitive share certificates in respect of the Conditional Placing Shares and Director Salary Shares to be held in certificated form	Within 14 days of Second Admission

LETTER FROM THE CHAIRMAN OF

EDENVILLE ENERGY PLC

(Incorporated in England and Wales under the Companies Act 2006 with registered no. 05292528)

Directors:

Jeff Malaihollo
Rufus Short
Arun Srivastava

Non-Executive Chairman
Chief Executive Officer
Non-Executive Director

Registered office:

Aston House
Cornwall Avenue
London
N3 1LF

29 April 2019

To Shareholders and, for information only, to the holders of options and warrants over Ordinary Shares

Dear Shareholder,

**Firm Placing of 500,000,000 new Ordinary Shares and
Conditional Placing of 2,050,000,000 new Ordinary Shares at 0.02 pence per Ordinary Share,
conditional issue of 213,980,200 Director Salary Shares
and
Notice of General Meeting**

1. INTRODUCTION

I am writing to you with details of our General Meeting which will be held at the offices of Womble Bond Dickinson (UK) LLP, 4 More London Riverside, London SE1 2AU on 17 May 2019 at 11.00 a.m. The formal notice of the GM is set out on pages 19 to 21 of this Document.

The Company has today announced that it has raised a total of £100,000 (before expenses) by means of a Firm Placing and has conditionally raised a total of £410,000 (before expenses) by means of the Conditional Placing resulting in the issue of in aggregate of up to 2,550,000,000 Placing Shares through a Placing by Brandon Hill Capital. The net proceeds of the Placing will be used to provide the Company with additional working capital and specifically to increase the available Run of Mine ("ROM") coal for processing through the opening up of the Company's northern pit area at the Rukwa Coal Project in Tanzania.

This Circular sets out details of the Placing, explains why the Directors consider the Placing to be in the best interests of the Company and its Shareholders and why the Directors unanimously recommend that you vote in favour of the Resolutions to be proposed at the General Meeting, as they intend to do in respect of their own beneficial interests. A notice for the General Meeting, which includes details of the resolutions to be proposed is set out at the end of this Document.

The Firm Placing is being made pursuant to existing authorities to allot shares and disapply pre-emption rights under section 551 and section 570 of the Companies Act, which the Directors were given at the General Meeting of the Company held on 15 February 2019. Accordingly, completion of the Firm Placing is due to take place on First Admission which is expected to occur at 8.00 a.m. on 2 May 2019.

The Conditional Placing, however, is conditional, amongst other matters, on the passing of the Resolutions by the Shareholders at the General Meeting, which has been convened for 17 May 2019, notice of which is set out at the end of this Document and First Admission. If the Resolutions are passed, the Conditional Placing Shares are expected to be allotted immediately after the General Meeting conditional on the Second Admission, which is expected to occur at 8.00 a.m. on 20 May 2019.

Whether or not you intend to be present at the General Meeting, Shareholders are able to vote online by logging on to www.signalshares.com and following the instructions provided or, in the case of CREST members, by using the CREST electronic proxy appointment service set out in note 4 to the Notice of General Meeting, in each case so that your vote is received by 11.00 a.m. on 15 May 2019.

If the Resolutions are not approved, it is likely that the Project will have to be placed on care and maintenance and the Company will be responsible for securing additional finance in the immediate short term to mitigate the risks to business continuity. Such finance may not be readily available or may only be available on terms that are unfavourable to the Company.

The Directors consider that the Resolutions are in the best interests of the Company and its Shareholders as a whole. The Directors are of the opinion that if the Resolutions are not passed the Company is unlikely to be in a position to meet its future operational commitments in Tanzania or its corporate obligations and may not be able to continue trading. Accordingly, the Directors strongly recommend the Shareholders to vote in favour of the Resolutions at the General Meeting.

2. CURRENT OPERATIONS

The Company's key focus is on the ongoing development and expansion of the Project. On 1 April 2019 the Company announced that recent progress at the Project had been limited as a result of working capital constraints, further described below.

Coal Production and Sales

ROM Coal

As announced on 1 April 2019, between 1 January 2019 and 26 March 2019, the Company processed approximately 17,760 tonnes of Run of Mine ("ROM") coal, producing approximately 3,116 tonnes of washed coal to customer specifications and approximately 7,992 tonnes of fine coal. In Q1 2019, approximately 3,510 tonnes of coal were sold and shipped, the majority being washed coal. These production numbers are currently unaudited and may be subject to small variations upon plant and mine reconciliation.

Given the Company's current working capital constraints, whilst allowing some supply to continue to long term customers, from the start of April 2019 the operation has limited production to conserve consumables as much as possible. All mining operations have been scaled back whilst allowing the plant to continue operating. Access to the additional capital from the Firm Placing and the Conditional Placing will allow the Company to open up the new northern mining area at the Project and increase production levels.

Fine Coal

In addition to the ROM coal that is supplied to the plant, the Company has stockpiles of unprocessed ROM coal, part processed coal and fine coal.

Limited quantities of fine coal are currently being sold from the approximately 40,000 tonne fine coal stock pile the Company has at the Project site. The sale of fine coal will provide an additional income stream for the Company and several customers are taking regular shipments.

As announced on 1 April 2019, the Company recently received an order for 1,000 tonnes of fine coal and the Company will commence shipments to this customer upon receipt of payment for this order. The Board anticipate that successful completion of this order will be followed up with a continuing regular monthly order for between 5,000 and 10,000 tonnes per month. Discussions with this customer remain ongoing and detailed planning on logistics and transport have been completed. Although no assurances can be given, the Directors remain confident that an appropriate contract for this fine coal can be finalised in due course.

Plant upgrades

The recent plant upgrades at the Project are all now operational. The Lamella water treatment plant has been operating since January 2019 and is providing clean recycled water for the main wash plant. The pre-screen has been fully operational since the end of January 2019 and separates out fines and large size material prior to the coal reaching the main plant. These units are currently performing as planned.

Due to constrained working capital, the supply of consumables such as fuel and magnetite have been adversely affected, resulting in falling production rates over Q1 2019.

Annual Results for the year ended 31 December 2018

The Company intends to publish its annual financial results for the year ended 31 December 2018 in early June 2019.

3. BACKGROUND TO AND REASONS FOR THE PLACING

On 15 February 2019 the Company announced that it had raised gross proceeds of £62,418 from an open offer to existing shareholders priced at 0.12p per Ordinary Share (the "Open Offer"), coupled with a further £15,000 that was raised following a subscription for Ordinary Shares by Jeffrey Malaihollo, the Company's Chairman.

The Open Offer sought to raise gross proceeds of up to £619,099 to strengthen the Company's balance sheet and to progress the Company's operations at the Project, one task being to increase the available ROM coal for processing through the opening up of the Company's northern pit area.

Given the low level of take up from the Open Offer, progress at the Project has been limited in recent weeks and the Company's operations have been constrained due to cost cutting measures implemented by the Directors to preserve working capital. As a result, and despite having the requisite approvals, the Company has as yet been unable to expand its operations or increase mining capacity by opening up the northern mining area.

Following on from the Open Offer, the Group has undertaken the Placing to fund the Company's ongoing operations at the Project and to cover other general working capital needs during the course of 2019.

4. USE OF PROCEEDS

The net proceeds of the Placing, which are estimated to be £454,200 will be used as follows:

- to expand the existing mining operations at the Company's Rukwa Project, specifically the opening up of the northern mining area; and
- to provide additional working capital primarily to allow the Project to increase plant throughput and generate additional sales of washed coal.

5. CURRENT PROSPECTS AND OUTLOOK

The most important near-term milestone for the Group will be to open the northern mining area at the Project and increase the production of washed coal. Edenville also expects to be able to benefit for the first time from the additional investment in plant and equipment that was made in H2 2018.

During 2019, the Company has continued its marketing efforts to identify new customers for both its washed coal and fine coal, as well as maintaining existing relationships. Accordingly, following completion of the Placing, the Directors expect the Company to be in a position to boost both production and subsequent sales, thereby placing the Project in a position where it is initially self-sustaining, before turning cashflow positive during the next twelve months.

In addition, as a result of the Company's previously anticipated coal to power generation plans being on hold, the Company is also looking at ways to upgrade the fine coal to a product that will have more commercial value and appeal. Further beneficiation and/or briquetting are two options that are being considered.

6. DETAILS OF THE PLACING

The Company has raised £100,000 before expenses, by way of the Firm Placing through Brandon Hill Capital to new and existing investors of 500,000,000 Firm Placing Shares. Application has been made for the Firm Placing Shares to be admitted to trading on AIM, with First Admission expected to take place on 2 May 2019.

The Company has also conditionally raised £410,000 before expenses, by way of the Conditional Placing to new and existing investors of 2,050,000,000 Placing Shares through Brandon Hill Capital. The Placing Price represents a discount of 21.6 per cent. to the Company's closing mid-price on 26 April 2019.

The Directors do not currently have the authority to allot and issue the Conditional Placing Shares, so completion of the Conditional Placing will be subject to the Company's shareholders approving Resolutions 1 and 4 to increase the Directors' authority to allot new Ordinary Shares, and to disapply statutory pre-emption rights in respect of the allotment of such new Ordinary Shares, at the General Meeting.

Assuming that Resolutions 1 and 4 are passed at the General Meeting, it is expected that the Second Admission of the 2,050,000,000 Conditional Placing Shares will take place on 20 May 2019 following the General Meeting.

Assuming the issue of all of the Placing Shares, the Placing Shares will represent approximately 57.8 per cent. of the Enlarged Share Capital.

The Placing Shares will, rank in full for all dividends and distributions declared, made or paid in respect of the issued Ordinary Share capital of the Company and otherwise rank *pari passu* in all other respects with the Existing Ordinary Shares.

The Placing Shares are not being made available to the public and none of the Placing Shares are being offered or sold in any jurisdiction where it would be unlawful to do so, including Australia, Canada, Japan, the Republic of Ireland, the Republic of South Africa or the United States. As noted above, the Placing Shares have not been, and will not be, registered under the Securities Act or under the securities laws of any state of the United States or qualify for distribution under any of the relevant securities laws of Australia, Canada, Japan, the Republic of Ireland or the Republic of South Africa.

The Placing and the Placing Agreement

In connection with the Placing, on 28 April 2019 the Company entered into the Placing Agreement pursuant to which Brandon Hill Capital has agreed to act as agent for the Company and use its reasonable endeavours to place the Placing Shares with certain new and existing institutional investors. The Conditional Placing is conditional, among other things, upon: (i) the passing of the Resolutions; (ii) First Admission of the Firm Placing Shares occurring on not later than 31 May 2019; and (iii) Second Admission of the Conditional Placing Shares occurring as soon as practicable following the General Meeting or by such later time and/or date as Brandon Hill and the Company may agree but not later than 8.00 a.m. on the Long Stop Date.

The Placing Agreement contains customary warranties from the Company in favour of Brandon Hill in relation to (amongst other things) the accuracy of the information in this Document and other matters relating to the Company and its business. In addition, the Company has agreed to indemnify Brandon Hill in relation to certain liabilities it may incur in undertaking the Placing. Brandon Hill has the right to terminate the Placing Agreement in certain circumstances prior to Second Admission. In particular, Brandon Hill may terminate in the event that there has been a breach of any of the warranties, the conditions of the agreement have become incapable of fulfilment or for *force majeure*. The Placing will not be underwritten.

7. DIRECTORS' INTERESTS AND SALARY REDUCTIONS

As announced on 1 April 2019, the Directors have implemented cost cutting measures which included the Directors only taking part of their salary entitlements during 2018 and no salaries to date in 2019.

Specifically, during 2018 the Directors took 50 per cent. of their salary entitlements in seven of the twelve months of the year. As a result, a total of £68,585 has been accrued in the Company's management accounts for the year ended 31 December 2018 and a further £78,383 has been accrued in the Company's management accounts for the current financial year in relation to unpaid Directors' salaries including employer's national insurance contributions (NIC's) for January to April 2019 (inclusive), being £146,968 in total.

At the date of this Circular the following amounts are owed to the Directors in unpaid salary entitlements:

	(£)
Rufus Short	81,250
Jeffrey Malaihollo	28,125
Arun Srivastava	22,500
Sub Total	<u>131,875</u>
Employers NICs	15,093
Total	<u><u>146,968</u></u>

In order to assist the Company, the Directors have agreed to the following arrangements which include Rufus Short and Jeffrey Malaihollo taking their unpaid salaries partially and fully respectively in Ordinary Shares which are to be issued at a price of 0.02p per share (the "Director Salary Shares"):

<i>Director</i>	<i>Amount owed (for 2018 and January to April 2019) (£)</i>	<i>To be settled via the issue of Director Salary Shares (£)</i>	<i>Equates to number of Director Salary Shares</i>	<i>To be paid by 31 July 2019 (£)</i>	<i>Deferred until the Company's financial position improves (£)</i>	<i>To be paid in twelve monthly instalments from September 2019</i>	<i>To be waived (£)</i>
Rufus Short	81,250	14,671 ⁽¹⁾	73,355,200	28,000	25,250	–	–
Jeff Malaihollo	28,125	28,125 ⁽²⁾	140,625,000	–	–	–	–
Arun Srivastava	22,500	–	–	–	–	11,250	11,250
Total	<u>131,875</u>	<u>29,342</u>	<u>213,908,200</u>	<u>28,000</u>	<u>25,250</u>	<u>11,250</u>	<u>11,250</u>

Notes:

1. Equivalent to gross salary of £28,000 – the PAYE and NI of £13,329 will be paid by the Company
2. Inclusive of PAYE and NI of £13,329

The Directors do not currently have the authority to issue the 213,980,200 Director Salary Shares, so the issue of the Director Salary Shares will be subject to the Company's shareholders approving Resolutions 2 and 5 to increase the Directors' authority to allot all the Director Salary Shares, and to disapply statutory pre-emption rights, at the General Meeting.

Assuming that Resolutions 2 and 5 are passed at the General Meeting, it is expected that the Admission of the Director Salary Shares will take place as part of the Second Admission on 20 May 2019 following the General Meeting.

Director Salary Reductions

In addition to the proposed issue of Director Salary Shares, as part of the ongoing cost cutting measures, Rufus Short has agreed to a 25 per cent. reduction in his salary from £130,000* (to £97,500), Jeff Malaihollo to a 20 per cent. reduction in his salary from £45,000 (to £36,000) and Arun Srivastava to a 31 per cent. reduction in his salary from £36,000 (to £24,840), all with immediate effect. The Directors expect these reduced salaries to remain in place until at least the end of 2019 and will make further announcements regarding their remuneration as appropriate.

*Please note that the figure of £140,000 that was reported as Rufus Short's remuneration in the Company's 2017 Annual Report included a bonus payment of £10,000. The 25 per cent. reduction in Rufus Short's salary has been applied to his current basic salary of £130,000 per annum.

Directors Interests in Ordinary Shares

As at the date of this document and immediately following Second Admission, the interests (all of which are beneficial), of the Directors and their families (within the meaning set out in the AIM Rules) in the issued share capital of the Company are as follows:

<i>Director</i>	<i>As at the date of this Document</i>		<i>Following Second Admission</i>	
	<i>No of issued Ordinary Shares</i>	<i>Percentage of issued Ordinary Shares</i>	<i>No of issued Ordinary Shares</i>	<i>Percentage of issued Ordinary Shares</i>
Rufus Short	11,666,761	0.55	85,021,961	1.9
Jeffrey Malaihollo	12,500,000	0.59	153,125,000	3.5

Arun Srivastava, the Company's Non-Executive Director, does not currently hold any Ordinary Shares.

8. RELATED PARTY TRANSACTION

The issue of Director Salary Shares to Rufus Short and Jeff Malaihollo constitutes a related party transaction in accordance with AIM Rule 13. Dr Arun Srivastava who is not receiving Director Salary Shares and is therefore independent for this purpose, considers after consultation with the Company's Nominated Adviser, that the terms of the issue of the Director Salary Shares to Rufus Short and Jeff Malaihollo are fair and reasonable, in so far as the Company's shareholders are concerned.

9. FUNDING AGREEMENT WITH LIND

On 6 November 2018, the Company announced that it had entered into a Funding Agreement with an entity managed by The Lind Partners, LLC under which up to US\$2,750,000 had been conditionally made available to the Company for working capital and expansion purposes.

Under the terms of the Funding Agreement the Company received an initial advance of US\$900,000 (US\$750,000 net of drawdown fees) (the "Initial Advance") in November 2018, which it subsequently deployed. The Company may receive a further advance of up to US\$2,000,000 to be drawn with mutual agreement between the Company and Lind (the "Further Advance") prior to 6 January 2021, subject to the Company having repaid to Lind an amount equal to 75 per cent. of the Initial Advance.

Monthly re-payment of the Initial Advance is at the Company's election whether in cash or shares and it is the Company's current intention to repay the Initial Advance from its operational cashflow.

The face value of the Initial Advance was US\$900,000 and between 16 February 2019 and the date of this Circular, the Company has made one repayment in cash to Lind pursuant to the terms of the Funding Agreement. At present, US\$855,000 remains outstanding to Lind.

Any balance of the Initial Advance may be converted by Lind into Ordinary Shares at a conversion price of 0.29p per Ordinary Share.

Variation to the Terms of the Funding Agreement

As a result of the Company's recent working capital constraints, the Company and Lind entered into an agreement on 28 April 2019 to vary certain terms of the Funding Agreement to assist the Company in the short term ("Variation Agreement").

Under the terms of the Variation Agreement Lind has agreed to extend the First Convertible Security Repayment Holiday from 16 February 2019 to 1 September 2019, in return for which the Company has agreed to:

- increase the amount outstanding of the First Convertible Security, which is currently US\$855,000, by 15 per cent. to US\$983,250 with effect from the date of the Variation Agreement;
- convene a general meeting of the shareholders of the Company, prior to 30 September 2019, at which a resolution will be proposed to approve the consolidation of the Ordinary Shares on a 100:1 basis (that is, such that each 100 ordinary shares of £0.0002 are consolidated into one ordinary share of £0.02) ("Consolidation");

- convene a general meeting of the shareholders of the Company at which a resolution will be proposed to approve the allotment of 2,000,000,000 new Ordinary Shares (to be proportionally adjusted to reflect any Consolidation) which are due to be issued to Lind under the Funding Agreement (and in the event the resolution is not passed by 30 May 2019, the amount outstanding of the First Convertible Security will increase by 10 per cent. with effect from 30 May 2019);
- amend the exercise price of the Second Closing Options to 130 per cent. of the Placing Price (proportionally adjusted to reflect any Consolidation) provided that the Company raises a minimum of £250,000; and
- grant to Lind or its nominee a further 100,000,000 options (proportionally adjusted to reflect any Consolidation), each having the same terms as the Second Closing Options.

10. APPOINTMENT OF BRANDON HILL CAPITAL

Brandon Hill Capital has been appointed as joint broker to the Company with immediate effect.

In addition, the Company intends to grant broker warrants over 127,500,000 Ordinary Shares to Brandon Hill Capital (the "Broker Warrants") following the completion of the General Meeting. The Broker Warrants will expire on 31 May 2022 and have an exercise price of 0.02 pence.

11. SIGNIFICANT SHAREHOLDERS

As at 26 April 2019 and immediately following Second Admission, the Directors are aware of the following persons who, directly or indirectly, are interested in three per cent. or more of the Company's existing Ordinary Share Capital before Second Admission and their resultant holdings after Second Admission:

<i>Name</i>	<i>Before Second Admission</i>		<i>Following Second Admission</i>	
	<i>No of issued Ordinary Shares</i>	<i>Percentage of issued Ordinary Shares</i>	<i>No of issued Ordinary Shares</i>	<i>Percentage of issued Ordinary Shares</i>
Brandon Hill Capital	62,500,000	2.9%	662,500,000	15.0%
Oliver Stansfield	62,500,000	2.9%	187,500,000	4.2%
Neal Griffith	62,500,000	2.9%	187,500,000	4.2%
Pitchcroft Capital	–	0%	750,000,000	17.0%
David Thomas	106,010,335	4.9%	106,010,335	2.4%
Alexander Fullard	93,215,334	4.3%	93,215,334	2.1%
William Orgee	104,733,555	4.9%	104,733,555	2.4%
Spreadex	–	0.0%	250,000,000	5.7%

Please note that Neal Griffith and Oliver Stansfield are both Directors of Brandon Hill Capital and the combined interest of the three parties will be 1,037,500,000 following the Second Admission, which will represent 23.5 per cent. of the Company's Enlarged Share Capital.

Please note that David Thomas, Alexander Fullard and William Orgee are all Directors of Pitchcroft Capital and the combined interest of the four parties will be 1,053,959,224 following the Second Admission, which will represent 23.9 per cent. of the Company's Enlarged Share Capital.

The Company also intends to grant Brandon Hill Capital the Broker Warrants over 127,500,000 Ordinary Shares following the completion of the General Meeting.

12. GENERAL MEETING

As the Directors do not currently have the authority to issue all of the Placing Shares, the Placing will be in two tranches as summarised above. The Conditional Placing is subject to the Company's shareholders approving resolutions to increase the Directors' authority to allot the Placing Shares and to disapply statutory pre-emption rights, at the General Meeting. Application will be made for the Firm Placing Shares to be admitted to trading on AIM on 2 May 2019 and, subject to the Resolutions being passed, for the Conditional

Placing Shares and the Director Salary Shares to be admitted to trading on AIM on 20 May following the General Meeting.

A notice is set out at the end of this document convening the General Meeting to be held at 11.00 a.m. on 17 May 2019 at the offices of Womble Bond Dickinson (UK) LLP, 4 More London Riverside, London SE1 2AU at which the following Resolutions will be proposed:

- (A) Resolution 1, which will be proposed as an ordinary resolution, is to authorise the Directors to allot up to: (i) 2,050,000,000 Ordinary Shares (being an aggregate nominal value of £410,000) in connection with the Conditional Placing; and (ii) 220,612,088 Ordinary Shares (being an aggregate nominal value of £44,122 and 5 per cent. of the Enlarged Share Capital) otherwise than in connection with the Placing;
- (B) Resolution 2, which will be proposed as an ordinary resolution, is to authorise the Directors to allot up to 213,980,200 Ordinary Shares (being an aggregate nominal value of £42,797 in connection with the Director Salary Shares;
- (C) Resolution 3, which will be proposed as an ordinary resolution, is to authorise the Directors to allot up to: (i) 2,000,000,000 relevant securities (being an aggregate nominal value of £400,000) in connection with the Funding Agreement;
- (D) Resolutions 4, 5 and 6, which will be proposed as special resolutions to disapply statutory pre-emption rights in respect of the allotments of Ordinary Shares and relevant securities authorised under Resolutions 1, 2 and 3.

13. ACTION TO BE TAKEN

The GM is being convened for Shareholders to consider and, if thought fit, approve the Resolutions, which, if approved, will result in the Directors having the authority to issue the 2,050,000,000 Conditional Placing Shares, the 213,980,200 Director Salary Shares and 2,000,000,000 relevant securities in connection with the Funding Agreement.

A paper proxy form is not enclosed with this document. Shareholders are able to vote online by logging on to www.signalshares.com and following the instructions provided or, in the case of CREST members, by using the CREST electronic proxy appointment service set out in note 4 to the Notice of General Meeting.

A hard copy proxy form can be requested from the Registrars, further details of which are set out in note 9 to Notice of General Meeting.

14. RECOMMENDATION

If the Resolutions are not approved, it is likely that the Project will have to be placed on care and maintenance and the Company will be responsible for securing additional finance in the immediate short term to mitigate the risks to business continuity. Such finance may not be readily available or may only be available on terms that are unfavourable to the Company.

The Directors consider that the Resolutions are in the best interests of the Company and its Shareholders as a whole. The Directors are of the opinion that if the Resolutions are not passed the Company is unlikely to be in a position to meet its future operational commitments in Tanzania or its corporate obligations and may not be able to continue trading. Accordingly, the Directors strongly recommend the Shareholders to vote in favour of the Resolutions at the General Meeting.

The Directors unanimously recommend that Shareholders vote in favour of the Resolutions to be proposed at the General Meeting as they intend to do in respect of their own beneficial holdings amounting, in aggregate, to 24,166,761 Existing Ordinary Shares, representing approximately 1.14 per cent. of the Existing Ordinary Shares.

Yours faithfully

Jeff Malaihollo

Chairman

DEFINITIONS

Act or Companies Act	Companies Act 2006
Admission	admission of the Placing Shares to trading on AIM becoming effective on each date pursuant to the Firm Placing and the Conditional Placing in accordance with Rule 6 of the AIM Rules
AIM	the market of that name operated by the London Stock Exchange
AIM Rules	the AIM Rules for Companies
Board	the board of directors of the Company from time to time
Business Days	a day other than a Saturday, Sunday or public holiday in England
Brandon Hill Capital	Brandon Hill Capital Limited, the Company's Joint Broker
Company	Edenville Energy Plc, whose registered office is at Aston House, Cornwall Avenue, London, N3 1LF (company no. 05292528)
Conditional Placing	the conditional placing by Brandon Hill (on behalf of the Company) of 2,050,000,000 Ordinary Shares at the Placing Price subject to, amongst other matters, the passing of Resolutions 1 and 4 and Admission
Conditional Placing Shares	the 2,050,000,000 new Ordinary Shares to be allotted and issued pursuant to the Conditional Placing
CREST	the computerised settlement system (as defined in the CREST Regulations) operated by Euroclear UK & Ireland Limited which facilitates the transfer of title to shares in uncertificated form
Director Salary Shares	213,980,200 new Ordinary Shares to be allotted and issued to the Directors in lieu of unpaid salaries, conditionally on the passing of Resolutions 2 and 5, further details of which are set out in this Document
Document or Circular	this document, being a circular to Shareholders and the accompanying notice of General Meeting
Enlarged Share Capital	the issued ordinary share capital of the Company immediately following the Second Admission
Existing Ordinary Shares	the 1,648,261,562 Ordinary Shares in issue as at the date of this Document
Financial Conduct Authority or FCA	the Financial Conduct Authority of the United Kingdom
Firm Placing	the firm Placing by Brandon Hill Capital (on behalf of the Company) of 500,000,000 new Ordinary Shares at the Placing Price
Firm Placing Shares	the 500,000,000 Placing Shares which will be allotted and issued to Brandon Hill Capital pursuant to the Firm Placing using the Company's existing share authorities prior to the General Meeting
First Admission	Admission of the Firm Placing Shares to trading on AIM becoming effective in accordance with the AIM Rules (which is expected to take place at 8.00 a.m. on 2 May 2019)

First Closing Options	the options over 99,568,966 Ordinary Shares granted by the Company to Lind in November 2018
First Convertible Security	the convertible security with a face value of US\$900,000 issued by the Company to Lind in November 2018 under the Funding Agreement
First Convertible Security Repayment Holiday	the period from 6 November 2018, being the date of the Funding Agreement, to 16 February 2019
FSMA	the Financial Services and Markets Act 2000 (as amended, modified, consolidated, re-enacted or replaced from time to time)
Funding Agreement	a conditional convertible funding agreement dated 6 November 2018 between the Company and The Australian Special Opportunity Fund, LP an entity managed by Lind pursuant to which up to US\$2,750,000 has been made available to the Company for working capital and expansion purposes
General Meeting or GM	the general meeting of the Company, convened by the notice set out on page 19 of this Document, to be held at 11.00 a.m. at the offices of Womble Bond Dickinson (UK) LLP, 4 More London Riverside, London, SE1 2AU, on 17 May 2019, or any adjournment of that meeting, which is being held to consider the Resolutions
Group	the Company together with its Subsidiaries (as defined in the Companies Act 2006) as at the date of this Document
Lind	The Lind Partners LLC
London Stock Exchange	London Stock Exchange plc
Long Stop Date	31 May 2019
Ordinary Shares	ordinary shares of £0.0002 each in the capital of the Company
Overseas Shareholder	holders of Existing Ordinary Shares who are neither resident in, nor have a registered address in, the UK
PAYE	Pay as You Earn
Placing	together the Firm Placing and the Conditional Placing by Brandon Hill Capital pursuant to the Placing Agreement
Placing Price	£0.0002 per Ordinary Share
Placing Shares	up to 2,550,000,000 new Ordinary Shares to be allotted and issued by the Company pursuant to the Firm Placing and the Conditional Placing
Project	the opening of the Company's northern pit area at the Rukwa Coal project in Tanzania
relevant securities	has the meaning given in the Resolutions
Resolution(s)	the resolutions set out in the notice of General Meeting at the end of this Circular

Restricted Jurisdictions	each and any of the United States of America, Australia, Canada, Japan, New Zealand, Russia, and the Republic of South Africa and any other jurisdiction where the Placing would breach any applicable law or regulations
Second Admission	Admission of the Conditional Placing Shares and the Director Salary Shares to trading on AIM becoming effective in accordance with the AIM Rules (which subject to the passing of the Resolutions at the General Meeting, is expected to take place at 8.00 a.m. on 20 May 2019)
Second Closing Options	the options that may be granted to Lind upon issue of the Second Convertible Security over such number of Ordinary Shares as calculated under the terms of the Funding Agreement
Second Convertible Security	a convertible security with a face value of up to US\$2,000,000 that may be issued to Lind under the Funding Agreement
Securities Act	the United States Securities Act of 1933, as amended
Shareholders	holders of the entire issued ordinary share capital in the Company from time to time
SP Angel	SP Angel Corporate Finance LLP, the Nominated Adviser and Broker to the Company
UK	the United Kingdom

EDENVILLE ENERGY PLC

(Registered in England, No 05292528)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a General Meeting of the above named Company (the “**Company**”) will be held at the offices of Womble Bond Dickinson (UK) LLP, 4 More London Riverside, London, SE1 2AU at 11.00 a.m. on 17 May 2019 to propose and, if thought fit, to pass the following Resolutions of which Resolutions 1, 2 and 3 will be proposed as Ordinary Resolutions and Resolutions 4, 5 and 6 will be proposed as Special Resolutions.

Defined terms in the Resolutions below have the same meaning as given in the circular to shareholders of which this notice forms part.

ORDINARY RESOLUTIONS

1. Allotment of relevant securities

THAT, the Directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Act to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into such shares (all of which transactions are hereafter referred to as an allotment of “relevant securities”) up to an aggregate nominal amount of £454,122 (in addition to all existing authorities conferred on the Directors which shall continue in full force and effect). The authority conferred by this Resolution shall expire on the date of the Company’s next annual general meeting (unless previously revoked or varied by the Company in general meeting) save that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require relevant securities to be allotted after such expiry, revocation or variation and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority hereby conferred had not expired or been revoked or varied.

2. Allotment of Director Salary Shares

THAT, the Directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Act to exercise all the powers of the Company to allot the Director Salary Shares up to an aggregate nominal amount of £42,797 (in addition to all existing authorities conferred on the Directors which shall continue in full force and effect). The authority conferred by this Resolution shall expire on the date of the Company’s next annual general meeting (unless previously revoked or varied by the Company in general meeting) save that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require relevant securities to be allotted after such expiry, revocation or variation and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority hereby conferred had not expired or been revoked or varied.

3. Allotment of relevant securities under the Funding Agreement

THAT, the Directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Act to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into such shares (all of which transactions are hereafter referred to as an allotment of “relevant securities”) up to an aggregate nominal amount of £400,000 in connection with the Funding Agreement (as defined in the circular to shareholders of which this notice forms part) (in addition to all existing authorities conferred on the Directors which shall continue in full force and effect). The authority conferred by this Resolution shall expire on 31 December 2020 (unless previously revoked or varied by the Company in general meeting) save that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require relevant securities to be allotted after such expiry, revocation or variation and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority hereby conferred had not expired or been revoked or varied.

SPECIAL RESOLUTIONS

4. Disapplication of pre-emption rights

THAT, subject to and conditionally upon the passing of Resolution No 1 above and in addition to all existing powers of the Directors under section 571 of the Act which shall continue in full force and effect, the Directors are empowered pursuant to section 570 of the Act to allot equity securities (as defined by section 560 of the Act for cash pursuant to the authority conferred by Resolution 1 so that section 561 of the Act shall not apply to any such allotment, provided that such power shall, subject to the continuance of the authority conferred by Resolution No 1, expire on the date of the Company's next annual general meeting, but may be previously revoked or varied from time to time by special resolution but so that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require equity securities to be allotted after such expiry, revocation or variation and the Directors may allot equity securities in pursuance of such offer or agreement as if such power had not expired or been revoked or varied and provided further that such power shall be limited to the allotment of equity securities of up to an aggregate nominal amount of £454,122.

5. Disapplication of pre-emption rights (Director Salary Shares)

THAT, subject to and conditionally upon the passing of Resolution No 2 above and in addition to all existing powers of the Directors under section 571 of the Act which shall continue in full force and effect, the Directors are empowered pursuant to section 570 of the Act to allot equity securities (as defined by section 560 of the Act for cash pursuant to the authority conferred by Resolution 2 so that section 561 of the Act shall not apply to any such allotment, provided that such power shall, subject to the continuance of the authority conferred by Resolution No 2, expire on the date of the Company's next annual general meeting, but may be previously revoked or varied from time to time by special resolution but so that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require equity securities to be allotted after such expiry, revocation or variation and the Directors may allot equity securities in pursuance of such offer or agreement as if such power had not expired or been revoked or varied and provided further that such power shall be limited to the allotment of equity securities of up to an aggregate nominal amount of £42,797.

6. Disapplication of pre-emption rights (Funding Agreement)

THAT, subject to and conditionally upon the passing of Resolution No 3 above and in addition to all existing powers of the Directors under section 571 of the Act which shall continue in full force and effect, the Directors are empowered pursuant to section 570 of the Act to allot equity securities (as defined by section 560 of the Act for cash pursuant to the authority conferred by Resolution 3 so that section 561 of the Act shall not apply to any such allotment, provided that such power shall, subject to the continuance of the authority conferred by Resolution No 3, expire on 31 December 2020, but may be previously revoked or varied from time to time by special resolution but so that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require equity securities to be allotted after such expiry, revocation or variation and the Directors may allot equity securities in pursuance of such offer or agreement as if such power had not expired or been revoked or varied.

Dated: 29 April 2019

BY ORDER OF THE BOARD

Registered office:

Aston House, Cornwall Avenue, London, NW 1LF

Notes:

1. Members entitled to attend and vote at the General Meeting are also entitled to appoint one or more proxies to exercise all or any of their rights to attend and speak and vote on their behalf at the meeting. A shareholder may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder which must be identified when submitting your vote at www.signalshares.com. A proxy does not need to be a shareholder of the Company. You may vote online at www.signalshares.com, log in or register using your investor code and click on the 'Vote Now' button. If you wish your proxy to speak at the meeting, you should appoint a proxy other than the chairman of the meeting and give your instructions to that proxy.

2. We will not be providing a paper proxy. Those Members entitled to attend, speak and vote at the General Meeting are now able to vote online by logging on to www.signalshares.com and following the instructions provided or in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below, in each case, by 11.00 a.m. GMT on 15 May, 2019. Should you not have access to vote by these methods a paper proxy may be obtained from the Registrar.
3. An abstention option has been included in the voting options. The legal effect of choosing the abstention option on any resolution is that the shareholder concerned will be treated as not having voted on the relevant resolution. The number of votes in respect of which there are abstentions will however be counted and recorded, but disregarded in calculating the number of votes for or against the Resolutions.
4. CREST members who wish to appoint a proxy or proxies for the meeting (or any adjournment of it) through the CREST electronic proxy appointment service may do so by using 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(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment or instructions made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy, must, in order to be valid, be transmitted so as to be received by Link Asset Services (ID RA10) no later than 11.00 a.m. on 15 May 2019 (or, if the meeting is adjourned, no later than 48 hours before the time of any adjourned meeting). For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which Link Asset Services is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his or her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members 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. The Company may treat a CREST Proxy Instruction as invalid in the circumstances set out in the Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
5. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company gives notice that only those shareholders entered on the register of members of the Company at the close of business on 15 May 2019 will be entitled to attend or vote (whether in person or by proxy) at the General Meeting in respect of the number of shares registered in their name at that time. Changes to entries on the register after the close of business on 15 May 2019 will be disregarded in determining the rights of any person to attend or vote at the meeting or any adjourned meeting (as the case may be).
6. As at 26 April 2019 (being the last business day prior to the publication of this Notice) the Company's issued share Capital consisted of 1,648,261,562 Existing Ordinary Shares, carrying one vote each.
7. Each member attending the meeting has the right to ask questions relating to the business being dealt with at the meeting which the Company must cause to be answered. Information relating to the meeting which the Company is required by the Companies Act 2006 to publish on a website in advance of the meeting may be viewed at www.edenville-energy.com.
8. The contents of this Notice, details of the total number of shares of which members are entitled to exercise voting rights at the General Meeting and, if applicable, any members statements, members' resolutions or members' matters of business received by the Company after the date of this Notice will be available on the Company's website www.edenville-energy.com.
9. You may request a hard copy form of proxy directly from the registrars, Link Asset Services (previously called Capita) on Tel: 0371 664 0300. Calls cost 12 pence per minute plus your phone company's access charge. Calls from outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9.00 a.m. – 5.30 p.m. GMT, Monday to Friday excluding public holidays in England and Wales.
10. The form of proxy and any power of attorney or other authority under which the form of proxy is signed (or a notarially certified copy or other copy certified in some other way approved by the Directors) under which it is executed must be received by Link at PXS, 34 Beckenham Road, Beckenham BR3 4TU, United Kingdom at 11.00 a.m. GMT on 15 May 2019 in respect of the General Meeting. Any forms of proxy received before such time will be deemed to have been received at such time.

