



**ADDENDUM TO THE NOTICE OF GENERAL MEETING AND
EXPLANATORY STATEMENT
DATED 28 AUGUST 2009**

**FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
TO BE HELD ON 14 OCTOBER 2009**

11 September 2009

Dear Shareholder

ANNUAL GENERAL MEETING TO BE HELD ON 14 OCTOBER 2009

As announced on 7 September 2009, Mrs Caroline Bentley and Mr Andrew Peacock AC will be retiring from office at the close of the Annual General Meeting to be held on 14 October 2009 ("**AGM**").

The notice of meeting for the AGM provides for the re-election of Mrs Caroline Bentley (resolution 2), this resolution will still be put to the meeting to ensure that the Company complies with ASX listing rule 14.5 which requires that there must be an election of directors each year.

In the event that resolution 2 is passed, Mrs Bentley will retire as a director immediately following the AGM.

As a result of the board restructure announced on 7 September 2009, **the extraordinary general meeting that was scheduled for 8 October 2009 will not proceed**. Therefore, the following paragraphs that are contained within the Explanatory Statement to the notice of meeting are now **deleted**:

"The Notice of Meeting and this Explanatory Statement are required to be circulated to shareholders of the Company prior to an extraordinary general meeting of the Company requisitioned by certain associated shareholders of the Company, which is to be held on 8 October 2009 ("Extraordinary General Meeting"). At the Extraordinary General Meeting shareholders will consider and vote on resolutions to change the composition of the Board, including a resolution to remove Mrs Bentley as a Director of the Company.

If that resolution is passed by the requisite majority at the Extraordinary General Meeting, Resolution 2 will be withdrawn by the Company.

If that resolution is not passed by the requisite majority at the Extraordinary General Meeting, Mrs Caroline Bentley will retire at the Annual General Meeting and, being eligible, offer herself for re-election."

By Order of the Board

A handwritten signature in blue ink, appearing to read 'Geoffrey F. Towner', is written over a horizontal line.

Geoffrey F. Towner
Managing Director



NOTICE OF ANNUAL GENERAL MEETING AND PROXY FORM

2009 ANNUAL GENERAL MEETING

The Annual General Meeting of shareholders for Amadeus Energy Limited will be held as follows:

Location: The Perth Convention Centre
Meeting Room 8
Level 2, 21 Mounts Bay Road,
Perth, Western Australia

Date: Wednesday, 14 October 2009

Time: 10:30 am

All shareholders are cordially invited to attend.

NOTICE OF ANNUAL GENERAL MEETING

A general meeting of shareholders of Amadeus Energy Limited ("Company") will be held at 10:30 am on Wednesday, 14 October 2009 at the Perth Convention Centre, Meeting Room 8, Level 2, 21 Mounts Bay Road, Perth, Western Australia.

ORDINARY BUSINESS

RESOLUTION 1 - REMUNERATION REPORT

To consider and, if thought fit, to pass the following in accordance with Section 250R(2) of the Corporations Act:

"That the Remuneration Report in the 2009 Annual Report of the Company be adopted."

Please note the vote on this resolution is advisory and does not bind the Directors or the Company.

RESOLUTION 2 - RE-ELECTION OF DIRECTOR

In accordance with the Company's constitution, Mrs Caroline Bentley will retire by rotation pursuant to Clause 13.2, and being eligible offer herself for re-election.

To consider and, if thought fit, to pass the following ordinary resolution:

"That Mrs Caroline Bentley, who retires in accordance with the Company's Constitution, a Director retiring by rotation, is hereby re-elected as a Director of the Company."

OTHER BUSINESS

To transact any other business as may be brought before the Annual General Meeting.

EXPLANATORY STATEMENT

This Notice of Annual General Meeting should be read in conjunction with the accompanying Explanatory Statement, which forms part of this Notice.

COMPANY 2009 ANNUAL REPORT

This year's Annual Report may be downloaded electronically from our website www.amadeusenergy.com from either the 'Home' or the 'Investor Centre/Reports' pages.

ENTITLEMENT TO VOTE

For the purposes of the Annual General Meeting and in accordance with regulation 7.11.37 of the *Corporations Regulations 2001*, it has been determined shares in the Company will be taken to be held by the persons who are registered holders as at 5.00 pm WST on 12 October 2009. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the Annual General Meeting.

HOW TO VOTE

If you wish to vote on the resolutions contained in this notice, you should either attend the meeting in person, or appoint a proxy or proxies to attend on your behalf. In relation to the appointment of proxies, refer to the notes on proxies at the end of the Proxy Form. A body corporate may appoint a representative to attend in accordance with the *Corporations Act 2001*. An executed notice evidencing the appointment of the person attending is required when registering at the Annual General Meeting.

To be valid, proxy forms (enclosed) for use at the Annual General Meeting must be completed and returned to the Company no later than 10:30 am (WST) on 12 October 2009.

By Order of the Board



CAROLINE L BENTLEY
Company Secretary
28 August 2009

EXPLANATORY STATEMENT

This Explanatory Statement provides information to shareholders for the Annual General Meeting of Shareholders of Amadeus Energy Limited to be held at 10:30 am on Wednesday, 14 October 2009 at the Perth Convention Centre, Meeting Room 8, Level 2, 21 Mounts Bay Road, Perth, Western Australia.

This Explanatory Statement should be read in conjunction with, and forms part of the Notice of Meeting.

RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

Pursuant to Section 250R(2) of the *Corporations Act 2001*, members are required to vote on a resolution to adopt the Remuneration Report included in the Company's Annual Report. Notwithstanding that the resolution is non-binding on the Company, it provides feedback to Directors from the shareholders with respect to remuneration issues.

The remuneration report is set out within the Directors' Report in the Amadeus Energy Limited 2009 Annual Report. It is also available on the Company's website www.amadeusenergy.com.

The Board recommends that shareholders vote in favour of Resolution 1.

RESOLUTION 2 - ELECTION OF DIRECTOR

Clause 13.2 of the Company's Constitution and Listing Rule 14.4, require that one third of the Directors shall retire from office at each annual general meeting of the Company and are eligible for re-election at the Annual General Meeting.

The Notice of Meeting and this Explanatory Statement are required to be circulated to shareholders of the Company prior to an extraordinary general meeting of the Company requisitioned by certain associated shareholders of the Company, which is to be held on 8 October 2009 ("Extraordinary General Meeting"). At the Extraordinary General Meeting shareholders will consider and vote on resolutions to change the composition of the Board, including a resolution to remove Mrs Bentley as a Director of the Company.

If that resolution is passed by the requisite majority at the Extraordinary General Meeting, Resolution 2 will be withdrawn by the Company.

If that resolution is not passed by the requisite majority at the Extraordinary General Meeting, Mrs Caroline Bentley will retire at the Annual General Meeting and, being eligible, offer herself for re-election.

Information on Mrs Bentley is contained in the Director's Report of the 2009 Annual Report.

The Board (other than Mrs Bentley) recommends that shareholders vote in favour of Resolution 2.

SCRUTINEER

A representative of the Company's external auditor, BDO Kendalls Audit & Assurance (WA) Pty Ltd (BDO), will act as scrutineer for any polls that may be required at the meeting.

QUESTIONS AND COMMENTS BY SHAREHOLDERS AT THE MEETING

In accordance with the *Corporations Act 2001*, a reasonable opportunity will be given to shareholders to ask questions or make comments on the management of the Company at the Annual General Meeting.

Similarly, a reasonable opportunity will be given to shareholders to ask questions of the Company's external auditor, BDO, questions relevant to:

- the conduct of the audit;
- the preparation and contents of the audit report;
- the accounting policies adopted by the Company in relation to the preparation of its financial statements; and
- the independence of the auditor in relation to the conduct of the audit.

Shareholders may submit a written question to BDO if the question is relevant to the content of BDO's audit report or the conduct of its audit of the Company's financial report for the year ended 30 June 2009.

Relevant written questions for BDO must be received no later than 5:00 pm (WST) on Wednesday, 7 October 2009. A list of those relevant questions will be made available to shareholders attending the Annual General Meeting. BDO will either answer questions at the Annual General Meeting or table written answers to them at the Annual General Meeting. If written answers are tabled at the Annual General Meeting, they will be made available to shareholders as soon as practicable after the Annual General Meeting.

Please send any written questions for BDO by no later than 5:00pm (WST) on 7 October 2009 to:

Facsimile: + 61 8 9226 0333; or

Mail to: Amadeus Energy Limited
PO Box 7778, Cloisters Square Perth WA 6850; or

Email: info@amadeus.net.au

**AMADEUS ENERGY LIMITED
NOTICE OF ANNUAL GENERAL MEETING
AND PROXY FORM**

Amadeus Energy Limited
ABN 36 058 714 408

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Perth, Western Australia 6000

T +61 8 9226 0222
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E info@amadeus.net.au
www.amadeusenergy.com

GLOSSARY

ABN	means Australian Business Number
Annual General Meeting	means the annual general meeting of the Company to be held on 14 October 2009
ASX	means Australian Securities Exchange Limited
Board	means the board of Directors
Company	means Amadeus Energy Limited ACN 058 714 408
Corporations Act	means the Corporations Act 2001 (Commonwealth)
Directors	means the directors of the Company
Extraordinary General Meeting	means the extraordinary general meeting of the Company to be held on 8 October 2009
Listing Rules	means the Listing Rules of ASX
Notice of Meeting	means the notice of meeting that accompanies this Explanatory Memorandum

PROXY FORM

REGISTERED NAME AND ADDRESS

(Block letters please)

Name _____

Address _____

APPOINTMENT OF PROXY

(If appointing a proxy to attend the Annual General Meeting on your behalf please complete the form and submit it in accordance with the directions enclosed).

I/We being a shareholder/shareholders of Amadeus Energy Ltd pursuant to my/our right to appoint not more than two proxies, appoint:

The Chairman of the meeting (Mark with an "X")

OR

Or failing him/her (or if no proxy is specified above) the Chairman of the meeting, as my/our proxy to vote for me/our behalf at the General Meeting of the Company to be held at 10:30 am on Wednesday, 14 October 2009 and at any adjournment of that meeting.

IMPORTANT: If you do not wish to direct your proxy how to vote, please place a mark in the box. If you have appointed the Chair of the meeting to exercise your proxy, by marking this box, you acknowledge that the Chair of the meeting may exercise your proxy even if he has an interest in the outcome of a particular resolution and votes cast by him other than as proxy holder will be disregarded because of that interest. The Chair intends to vote 100% of all open proxies in favour of all of the resolutions.

VOTING DIRECTIONS TO YOUR PROXY

(Please mark X to indicate your directions)

	For	Against	Abstain*
Resolution 1 Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Re-elect Caroline Bentley as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

APPOINTING A SECOND PROXY

(Mark with an "X" if appointing a second proxy)

AND

State the percentage of your voting rights applicable to _____% the proxy appointed by this form.

SIGNATURE OF SECURITY HOLDER(S)

This section must be completed

Dated this _____ day of _____ 2009

INDIVIDUALS

Shareholder

Joint Shareholder

CORPORATIONS

Executed in accordance with Section 127 of the *Corporations Act 2001*

Director/Sole Director/Secretary

Director/Secretary

Contact Name

Daytime Telephone

INSTRUCTIONS FOR COMPLETING PROXY FORM

Fill out your name details as it appears on the share register of Amadeus Energy Limited (please note: You cannot change ownership of your shares using this proxy form).

Completion of the proxy form will not prevent individual shareholders from attending the Annual General Meeting in person if they wish. Where a shareholder completes and lodges a valid proxy form and attends the Annual General Meeting in person, then the proxy's authority to speak and vote for that shareholder is suspended while the shareholder is present at the Annual General Meeting.

A shareholder of the Company entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes.

A proxy need not be a shareholder of the Company.

If you mark the 'Abstain' box for a particular item, you are directing your proxy NOT to vote on that item on a show of hands or on a poll and that your shares are not to be counted in computing the required majority on a poll.

If a representative of a shareholder that is a company and not an individual is to attend the Annual General Meeting, a properly executed original (or certified copy) of the appropriate "Certificate of Appointment of Corporate Representative" should be produced for admission to the Annual General Meeting. Previously lodged "Certificates of Appointment of Corporate Representative" will be disregarded by the Company.

If a representative as Power of Attorney of a shareholder is to attend the meeting, a properly executed original (or certified copy) of an appropriate Power of Attorney should be produced for admission to the Annual General Meeting. Previously lodged Powers of Attorney will be disregarded by the Company.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual:

Where the holding is in one name, the holder must sign.

Joint Holding:

Where the holding is in more than one name, all of the security holders should sign.

Power of Attorney:

To sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, 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 S204A 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 indicate the office held by signing in the appropriate place.

If a representative of a corporate security holder or proxy is to attend the meeting, the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the company's share registry.

LODGEMENT OF A PROXY

This proxy form (and any Power of Attorney under which it is signed) must be received at the registered office of the Company, no later than 48 hours before the commencement of the meeting by 10:30 am (WST) on 12 October 2009. Any proxy form received after that time will not be valid for the scheduled meeting.

In Person: Level 11, 225 St Georges Terrace,
Perth WA 6000

By Mail: The Secretary, PO Box 7778,
Cloisters Square, Perth WA 6850

By Facsimile: (08) 9226 0333