



ASX ANNOUNCEMENT, 21 August 2015

CORPORATE UPDATE

- **Review of Board composition to suit strategic direction**
- **Transition to ASX industrial classification**
- **Improved NewCO2Fuels investment structure**

Greenearth Energy Ltd (ASX:GER) (“Greenearth”) has identified three near-term corporate objectives that are being undertaken to more clearly align Greenearth’s public positioning with its operating activities. These will also enhance internal governance and business structures with the aim of increasing shareholder value.

With the evolution of the company’s focus from geothermal exploration and development to commercialising renewable and clean technologies, both Vivid Industrial and NewCO2Fuels (“NCF”) are delivering continued success.

Accordingly, these three near-term corporate objectives are:

Review Board composition to suit strategic direction

- Greenearth’s current operating activities and accelerating commercial achievements have necessitated a review of Board composition
- The Board has identified specific experience and qualities required from potential incoming Directors that are aligned to our strategic direction and operating activities
- Greenearth will provide updates to this process in the near future

Transition to ASX industrial classification

- For reporting purposes, Greenearth’s ASX listing is currently categorised as a “mining entity” (due to its historical geothermal exploration and development activities)
- The company’s ASX shares are currently classified in the “Utilities” sector and industry group, in accordance with the Global Industry Classification Standard (GICS)
- Greenearth is reviewing these classifications due to its focus on Vivid Industrial and NCF, as such an industry classification aligned with the commercialisation of industrial technology is now more appropriate
- A reclassification will provide greater clarity for existing shareholders and investors on the company’s operating activities
- A reclassification will further enable market participants to consider a more appropriate peer group, with aligned reporting, to enable ease of comparison and analysis
- Greenearth’s company name is also being reviewed to ensure it more clearly communicates the company’s identity
- A decision on the name change will be announced by (or at) the company’s AGM to be held later in the year.

Improved NewCO2Fuels investment structure

- Greenerth and Erdi Fuels currently each hold 33.33% of the equity in NCF, with the balance held by the Weizmann Institute and technology team / founders
- With NCF moving towards commercialisation, Greenerth and Erdi Fuels will combine their holdings via a new joint investment entity
- This new entity will be 50% owned by Greenerth and 50% owned by Erdi Fuels, and will hold 66.67% of the equity in NCF.
- This new structure will provide a better platform for future NCF growth and increase opportunities for both Greenerth and Erdi Fuels to realise value from NCF

Greenerth's day-to-day activities of growing the business for the benefit of shareholders remains our priority, these activities are gaining considerable momentum.

We look forward to providing further updates on these specific initiatives when concluded.

Samuel Marks

Managing Director
Greenerth Energy Limited

Please direct all enquiries to Samuel Marks, Managing Director, telephone 03 9620 7299.

About Greenearth Energy Limited

Greenearth Energy Limited is a diversified Australian-based renewable energy company with interests in technology-focussed solutions in the industrial energy efficiency and CO₂-to-fuel conversion markets as well as conventional geothermal resources in Australia and the wider Pacific Rim.

Greenearth Energy Ltd - <http://www.greenearthenergy.com.au>

About Vivid Industrial

Vivid Industrial is a subsidiary of Greenearth Energy Ltd. Vivid Industrial provides customised, intelligent and energy efficient cloud based solutions for our growing industrial and infrastructure client base. The "internet of lights" and "cloud based monitoring" deliver's quantifiable efficiencies and significant cost savings with environmentally sustainable benefits for our customers.

The business' core technologies are designed for application in warehouses, distribution centres, cold storage facilities, ports, stadiums, car parks, roads and tunnels. Vivid Industrial is a trusted partner to our customer base of blue chip, industrial companies.

Vivid Industrial – <http://www.vividindustrial.com>

About NewCO₂Fuels

In June 2014, Greenearth Energy Ltd (Greenearth) finalised the details of its investment in NewCo₂Fuels Israel (NCF) to 33.33 percent. Under this agreement, Greenearth has commenced payments to NCF, with the remainder of the USD\$3m investment now due by 15 October 2015. The investment is subject to partial claw-back by NCF should less than USD\$3m be ultimately invested by Greenearth. The maximum possible claw-back would result in the Group retaining an interest of 24.00% instead of 33.33%.

NewCO₂Fuels (NCF) is an Israeli company which was formed in 2011 by a group of scientists and entrepreneurs with the support of Greenearth Energy Ltd and the Erdi Group. NCF is developing and commercialising an innovative system to profitably produce fuels from CO₂ and water, using renewable high temperature heat from solar or waste heat from industry. The system is based on a technology developed at the Weizmann Institute of Science and exclusively licensed to NCF.

Review video at the attached link for further information - http://www.youtube.com/watch?v=vH-YZdqB_SE

NewCO₂ Fuels Website - <http://newco2fuels.co.il/>