



To the shareholders of Intex Resources ASA

NOTICE OF ANNUAL GENERAL MEETING

Annual general meeting of Intex Resources ASA, company reg no 976 094 875, (“Intex” or the “Company”) will be held at:

Thon Conference Vika Atrium, Munkedamsveien 45, 0250 Oslo

12 May 2016 at 10:00 (CET)

The general meeting will be opened by the chairman of the board, Christian L. Holst.

The board of directors proposes the following agenda:

- 1. Election of a person to chair the meeting**
- 2. Approval of the notice and the agenda**
- 3. Election of a person to sign the minutes together with the chairman of the meeting**
- 4. Approval of the annual accounts and the annual report for the financial year 2015**

The annual accounts and annual report for the financial year 2015 will be available on the Company's home page (www.intexresources.com).

- 5. Guidelines regarding the determination of remuneration to the management in Intex Resources ASA**

The board of directors' declaration for remuneration to the management for 2016 will be available on the Company's home page (www.intexresources.com).

- 6. Corporate Governance**

The statement is available on the Company's home page (www.intexresources.com)

- 7. Determination of the remuneration to the members of the board of directors**

The recommendation of the nomination committee will be available on the Company's home page (www.intexresources.com).

- 8. Approval of the auditor's remuneration**

- 9. Approval of the remuneration to the members of the nomination committee and election of new members to the nomination committee**

The recommendation of the nomination committee will be available on the Company's home page (www.intexresources.com).

- 10. Authorisation to issue a convertible loan**

The board of directors proposes that the general meeting grants the board of directors an authorisation to take up a loan with rights for the lenders to require shares in the Company by way of set off against the borrowed amount (a convertible loan).

The purpose of the authorisation is to prepare for the board of directors to resolve to take up a convertible loan in an amount of up to EUR 2 million to strengthen the Company's liquidity, see further information in the stock exchange notice 18 April 2016 where the Company has entered into a binding agreement regarding a convertible loan in an amount of EUR 2 million.

The board of directors proposes that the shareholders' pre-emptive rights to participate in such loan is deviated from, cf. section 11-4, cf. section 10-4 and 10-5 of the Norwegian Public Limited Liability Companies Act. The reason for why the board of directors wants to deviate from the shareholders' pre-emptive rights is that this is necessary in order to be able to place the loan most efficiently with a limited number of investors.

On this basis the board of directors proposes that the general meeting adopts the following resolution:

- a) *In accordance with the section 11-8 of the Norwegian Public Limited Liability Companies Act, the board of directors is granted an authorisation to take up a loan in the amount up to NOK EUR 2 million in which the lenders are granted a right to require shares in the company by way of a set off against the loan and the accrued interests. The authorisation may be used several times within the total limit.*
- b) *The share capital in the company may in total be increased with an total amount of NOK 1 153 436 by way of conversion of the loan.*
- c) *The existing shareholders' pre-emptive rights pursuant to section 11-4, cf. section 10-4 of the Norwegian Public Limited Liability Companies Act may be deviated from pursuant to the board of directors' decision.*
- d) *The remaining terms of the loan is to be determined by the board of directors.*
- e) *The authorisation is valid for a period of two years following the general meeting's resolution.*

11. Authorisation to the board of directors to increase the share capital

The board of directors proposes that the general meeting resolves to grant the board of directors authorisation to increase the share capital by issuing new shares with an amount corresponding to 10% of the share capital in the Company. Issuance of new shares may be relevant in order to strengthen the Company's financial position and to fulfil obligations under the Company's option programme. The authorisation shall replace the authorisation given at the Company's extra ordinary general meeting 15 December 2015.

On this basis the board proposes that the general meeting makes the following resolution:

- a) *In accordance with section 10-14 of the Norwegian Public Limited Liability Companies Act, the board of directors is granted the authority to increase the Company's share capital by issuance of new shares with a total amount of NOK 230,687.32. The board may increase the Company's share capital within the authorisation once or several times.*
- b) *The authorisation applies until the annual general meeting in 2017, but not beyond 30 June 2017.*
- c) *The existing shareholders' pre-emptive right in accordance with section 10-4 of the Norwegian Public Limited Liability Companies Act may be deviated from.*

12. Authorisation to the board of directors to acquire treasury shares

The board of directors proposes that the general meeting resolves to grant the board authorisation to acquire treasury shares in the company. Acquisition of treasury shares may be of interest to the company inter alia if the equity and liquidity in the company is considerably strengthened.

On this basis the board proposes that the general meeting makes the following resolution:

The board of directors is granted the authority to, on behalf of the Company, acquire treasury shares with a total nominal value of up to NOK 230,687.322 corresponding to 10% of the company's share capital. The maximum payable price per share shall be NOK 50 and the minimum payable price per share shall be NOK 0.1.

Acquisition and sale of treasury shares may take place as considered suitable by the Board of Directors, but not by subscription of treasury shares. The authority applies until the annual General Meeting in 2017, but not beyond 30 June 2017.

13. Election and/or change of board of directors

The recommendation of the nomination committee will be available on the Company's home page (www.intexresources.com).

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Information to the shareholders

Intex Resources ASA is a public limited company subject to the rules of the Norwegian Public Limited Companies Act. The Company's share capital is as of the date of this notice NOK 2,306,873.22 divided into 115,343,661 shares, each with a nominal value of NOK 0.02, each of which represents one vote at the general meeting. As of the date of this notice, the Company owns 351,708 own shares, for which votes cannot be cast.

A shareholder has the right to table draft resolutions for items included on the agenda and to require that members of the board of directors and the CEO in the general meeting provide available information about matters which may affect the assessment of (i) items which are presented to the shareholders for decision, and (ii) the Company's financial situation, including information about activities in other companies in which the Company participates, and other matters to be discussed in the general meeting, unless the requested information cannot be disclosed without causing disproportionate harm to the Company.

A shareholder, not present himself at the general meeting, may prior to the general meeting cast vote on each agenda item via the Company's website www.intexresources.com or via "Investortjenester" (Investor services) (PIN-code and reference number from the Notice of Attendance is required). The deadline for prior voting is 10 May 2016 at 16:00 hours (CET). Until the deadline, votes already cast may be changed or withdrawn. Votes already cast prior to the general meeting will be considered withdrawn in the event a shareholder attends the general meeting in person or by proxy.

Shareholders who are prevented from attending the general meeting may also be represented by way of proxy. Shareholders who wish to attend the general meeting (either in person or by proxy) are kindly requested to give notice by sending the registration form which is posted on the Company's home page as set out below in completed form to:

Intex Resources ASA c/o DNB Bank ASA, Verdipapirservice, P.O. Box 1600 Sentrum, NO-0021 OSLO, or by using e-mail: genf@dnb.no.

The registration may also be sent electronically via Investor account services (Investortjenester). The reference number must be quoted.

The registration form must be received by DNB Bank ASA, Verdipapirservice within **10 May 2016 at 16.00 hours (CET)**.

Pursuant to Article 10 of the Articles of Association, a shareholder has the right to cast vote for the number of shares that he or she owns and that are registered with the Norwegian Central Securities Depository (the VPS) on the fifth business day before the General Meeting (i.e. 4 May 2016).

This notice, other documents regarding matters to be discussed in the general meeting, including the documents to which this notice refers, including the registration and proxy form, as well as the Company's articles of association, are also



available at the Company's home page: www.intexresources.com. Shareholders may contact the Company by ordinary mail, fax, email or phone in order to request the documents in question on paper. Address: Intex Resources ASA, Prinsensgt. 2, 0152 Oslo att: chairman of the board of directors, e-mail: info@intexresources.com, telephone: +47 23 11 33 44.

* * *

Oslo, 21 April 2016

On behalf of the board of directors of Intex Resources ASA

Christian L. Holst (sign.)
Chairman, Intex Resources ASA

Overview of appendices etc to the notice which are available at the Company's internet site set out above:

Appendix 1: Annual report and annual accounts for the financial year 2015

Appendix 2: Registration and proxy form for the general meeting

Appendix 3: The board of directors declaration for remuneration to the management for 2016



Record date: 4 May 2016
Registration deadline: 10 May 2016

Ref no: _____ **PIN code:** _____

Notice of Annual General Meeting

The Annual General Meeting of Intex Resources ASA will be held on 12 May 2016 at 10:00 a.m. at Thon Conference Vika Atrium, Munkedamsveien 45, 0250 Oslo, Norway.

If the above-mentioned shareholder is an enterprise, it will be represented by:

Name of enterprise's representative
(To grant a proxy, use the proxy form below)

Notice of attendance / voting prior to the meeting

The undersigned will attend the Annual General Meeting on 12 May 2016 and vote for:

A total of _____
Own shares _____
Other shares in accordance with enclosed Power of Attorney _____
Shares _____

This notice of attendance must be received by DNB Bank ASA no later than 4 p.m. on 10 May 2016.

Notice of attendance may be sent electronically through the Company's website www.intexresources.com or through VPS Investor Services. Advance votes may only be cast electronically, through the Company's website www.intexresources.com or through VPS Investor Services. To access the electronic system for notification of attendance and advance voting through the Company's website, the above-mentioned reference number and PIN code must be stated.

Notice of attendance may also be sent by e-mail: genf@dnb.no, or by regular mail to DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway.

Place	Date	Shareholder's signature (If attending personally. To grant a proxy, use the form below)
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Proxy (without voting instructions)

Ref no: _____ **PIN code:** _____

Annual General Meeting of Intex Resources ASA

This proxy form is to be used for a proxy without voting instructions. To grant a proxy with voting instructions, please go to page 2.

If you are unable to attend the Annual General Meeting in person, this proxy may be used by a person authorised by you, or you may send the proxy without naming the proxy holder, in such case, the proxy will be deemed to be given to the Chair of the Board of Directors or a person authorised by him.

The proxy form should be received by DNB Bank ASA, Registrar's Department no later than 4 p.m. on 10 May 2016.

The proxy may be sent electronically through Intex Resources ASA's website <http://www.intexresources.com>, or through VPS Investor Services. The proxy form may also be sent by e-mail: genf@dnb.no, or by regular mail to DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway.

The undersigned _____
hereby grants (tick one of the two):

the Chair of the Board of Directors (or a person authorised by him), or

(Name of proxy holder in capital letters)

a proxy to attend and vote for my/our shares at the Annual General Meeting of Intex Resources ASA on 12 May 2016.

Place	Date	Shareholder's signature (Signature only when granting a proxy)
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With regard to rights of attendance and voting, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.



Proxy (with voting instructions)

Ref no:

PIN code:

(Advance votes may be cast electronically, through the Company's website www.intexresources.com)

This proxy form is to be used for a proxy with voting instructions. If you are unable to attend the Annual General Meeting in person, you may use this proxy form to give voting instructions to a proxy. You may grant a proxy with voting instructions to a person authorised by you, or you may send the proxy without naming the proxy holder, in which case the proxy will be deemed to have been given to the Chair of the Board of Directors or a person authorised by him. The proxy must be signed and dated.

The proxy form must be received by DNB Bank ASA, Registrar's Department, no later than 4 p.m. on 10 May 2016. The proxy form may be **sent by e-mail: genf@dnb.no**, or by regular mail to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo, Norway.

The undersigned: _____
hereby grants (tick one of the two):

the Chair of the Board of Directors (or a person authorised by him), or

Name of proxy holder (in capital letters)

a proxy to attend and vote for my/our shares at the Annual General Meeting of Intex Resources ASA on 12 May 2016.

The votes shall be exercised in accordance with the instructions below. Please note that if any items below are not voted on (not ticked off); this will be deemed to be an instruction to vote "for" the proposals in the notice. However, if any motions are made from the floor in addition to or in replacement of the proposals in the notice, the proxy holder may vote or abstain from voting at his discretion. In such case, the proxy holder will vote on the basis of his reasonable understanding of the motion. The same applies if there is any doubt as to how the instructions should be understood. Where no such reasonable interpretation is possible, the proxy holder may abstain from voting.

Agenda Annual General Meeting 2016	For	Against	Abstention
1. Election of a person to chair the meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of the notice and the agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Election of a person to sign the minutes together with the chairman of the meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of the annual accounts and the annual report for the financial year 2015	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Guidelines regarding the determination of remuneration to the management in Intex Resources ASA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Corporate Governance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Determination of the remuneration to the members of the board of directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Approval of the auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Approval of the remuneration to the members of the nomination committee and election of new members to the nomination committee in accordance with the Nomination Committee's proposal	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Authorisation to issue convertible loan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Authorisation to increase the share capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Authorisation to acquire treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Election and/or change of board of directors in accordance with the Nomination Committee's proposal	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place _____ Date _____ Shareholder's signature
(Only for granting proxy with voting instructions)

With regard to rights of attendance and voting, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.