



EUMUNDI GROUP

## Notice of Annual General Meeting

**EUMUNDI GROUP LIMITED** ABN 30 010 947 476

Notice is given that the Annual General Meeting of the shareholders of Eumundi Group Limited (**Company**) ACN 010 947 476, will be held at Hopgood Ganim Conference Room, Level 7, Waterfront Place, 1 Eagle Street, Brisbane Qld at 11.30 am on Friday, 24 November 2006.

### Agenda

#### **Ordinary business**

##### **1 Annual financial report and directors' and auditor's reports**

To receive and consider the annual financial report of the Company for the year ended 30 June 2006, together with the directors' report and auditor's report.

##### **2 Adoption of remuneration report**

To consider, and if thought fit, pass the following advisory only resolution:  
"That the remuneration report for the year ended 30 June 2006 be adopted."

##### **3 Re-election of Director – Mr Gilbert De Luca**

To consider, and if thought fit, pass the following as an ordinary resolution:  
"That Mr Gilbert De Luca, a Director retiring by rotation in accordance with the Company's constitution, be re-elected as a Director of the Company."



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### **Proxies**

A member entitled to attend and vote at the meeting is entitled to appoint another person as the member's proxy to attend and vote for the member at the meeting. A proxy need not be a member of the Company. A member who is entitled to cast two or more votes may appoint up to two proxies and may specify the proportion or number of votes that the proxy may exercise. If no such specification is given and two proxies are appointed, each may exercise half of the votes to which that member is entitled.

The proxy form must be signed by the member or the member's attorney, duly authorised in writing. Proxies by a company must be executed in accordance with its constitution.

To be valid, the signed proxy form (together with an original or certified copy of the power of attorney – if applicable) must be:

- delivered by post to Computershare Investor Services Pty Ltd, GPO Box 523, Brisbane Qld 4001; or
- sent by facsimile to Computershare Investor Services Pty Ltd on (07) 3237 2152; or
- lodged with the Company at its registered office at c/- Hopgood Ganim, Level 8, 1 Eagle Street, Brisbane, Queensland 4000,

so as to be received by 11.30 am on Wednesday, 22 November 2006, being not less than 48 hours before the time for holding the meeting.

A proxy form accompanies this notice of meeting.

### **Voting entitlements**

The time for determining voting entitlements for the meeting will be 7.00 pm on Wednesday, 22 November 2006.

### **By Order of the Board**

Leni Stanley  
Company Secretary  
10 October 2006



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## **Explanatory Notes**

### **Resolution 2 - Remuneration Report**

As required by Section 250R of the *Corporations Act* 2001 (Cth), a resolution that the remuneration report for the year ended 30 June 2006 be adopted is to be put to a vote. The remuneration report is set out on pages 17 -20 of the Company's 2006 Annual Report. The vote on this item is advisory only and does not bind the directors or the Company, however the Company will take the outcome of the vote into consideration when reviewing remuneration practices and policies.

The Directors unanimously recommend that shareholders vote in favour of this resolution.

### **Resolution 3 - Re-election of Director**

The following sets out the background of the Director seeking re-election:

Mr Gilbert De Luca joined the Board of Eumundi Group Limited as a non-executive director in 1989. Mr De Luca is the principal of the De Luca Group of Companies and has a wide range of business experience in the property and construction fields overseeing the acquisition of investment and development properties by that Group. Mr De Luca is a member of the Audit Committee.

Mr Joe Ganim and Mr Vernon Wills, Directors of Eumundi Group Limited, support Mr De Luca's re-election as a Director and recommend that shareholders vote in favour of this resolution.