



EUMUNDI GROUP

## NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of shareholders of **EUMUNDI GROUP LIMITED ACN 010 947 476 (“Company”)** will be held at Hopgood Ganim Presentation Room, Level 7, Waterfront Place, 1 Eagle Street, Brisbane Qld at 11.00 am on Friday, 20 November 2009.

### AGENDA

#### ORDINARY BUSINESS

##### **Financial Reports**

To receive and consider the Company’s Annual Report including the Directors’ Report and Auditors’ Report, Directors’ Declaration, Income Statements, Balance Sheets, Statements of Changes in Equity, Cash Flow Statements and Notes to the Financial Statements for the Company and its controlled entities for the financial year ended 30 June 2009.

##### **1 Remuneration Report**

To consider, and if thought fit, pass the following Advisory Resolution:

“That the Remuneration Report for the year ended 30 June 2009 (as set out in the Directors’ Report) is adopted.”

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

To consider, and if thought fit, pass the following resolution, as an Ordinary Resolution of the Company:

“That in accordance with the Company’s Constitution, Mr Gilbert De Luca, who retires in accordance with the Company’s Constitution and, being eligible for re-election offers himself for re-election, be re-elected as a Director of the Company.”

#### GENERAL BUSINESS

To consider any other business as may be lawfully put forward in accordance with the Constitution of the Company.

By Order of the Board

Leni Stanley  
Company Secretary  
15 October 2009



EUMUNDI GROUP

## EXPLANATORY NOTES

### **Resolution 1 - 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 2009 be adopted is to be put to a vote. The remuneration report is set out in the Company's 2009 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.

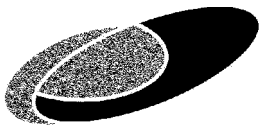
The Directors unanimously recommend that shareholders vote in favour of this resolution.

### **Resolution 2 - Re-election of Director – Mr G De Luca**

Mr Gilbert De Luca joined the Board as a non-executive director of Eumundi Group Limited 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 also 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.



EUMUNDI GROUP  
**Eumundi Group Limited**  
 ABN 30 010 947 476

000001 000 EBG  
 MR SAM SAMPLE  
 FLAT 123  
 123 SAMPLE STREET  
 THE SAMPLE HILL  
 SAMPLE ESTATE  
 SAMPLEVILLE VIC 3030

## Lodge your vote:



### By Mail:

Computershare Investor Services Pty Limited  
 GPO Box 242 Melbourne  
 Victoria 3001 Australia

Alternatively you can fax your form to  
 (within Australia) 1800 783 447  
 (outside Australia) +61 3 9473 2555

### For all enquiries call:

(within Australia) 1300 552 270  
 (outside Australia) +61 3 9415 4000

## Proxy Form

For your vote to be effective it must be received by 11.00 am (Brisbane time) Wednesday 18 November 2009

### How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

#### Appointment of Proxy

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a securityholder of the Company.**

### Signing Instructions

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders should sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney with the registry, 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 section 204A 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 sign in the appropriate place to indicate the office held.

### Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at [www.investorcentre.com](http://www.investorcentre.com) under the information tab, "Downloadable Forms".

**Comments & Questions:** If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

**Turn over to complete the form** →



View your securityholder information, 24 hours a day, 7 days a week:

**[www.investorcentre.com](http://www.investorcentre.com)**

- Review your securityholding
- Update your securityholding

#### Your secure access information is:

SRN/HIN: I999999999



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

## Proxy Form

Please mark  to indicate your directions

### STEP 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Eumundi Group Limited hereby appoint

the Chairman of the meeting **OR**

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Eumundi Group Limited to be held at Hopgood Ganim Presentation Room, Level 7, Waterfront Place, 1 Eagle Street, Brisbane Queensland on Friday, 20 November 2009 at 11.00 am (Brisbane time) and at any adjournment of that meeting.

### STEP 2 Items of Business

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

	For	Against	Abstain
1 Adopt the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 Re-election of Director - Mr Gilbert De Luca	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

### SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name \_\_\_\_\_

Contact Daytime Telephone \_\_\_\_\_

Date \_\_\_\_/\_\_\_\_/\_\_\_\_