



Company Announcement

29 November, 2005

RESULTS OF MEETING OF RETAILER SHAREHOLDERS

MEETING OF RETAILER SHAREHOLDERS

The following resolution was considered at the General Meeting of Retailer Shareholders of Betta Stores Limited on 29 November, 2005 and passed as a special resolution, by way of poll.

Resolution 1 – Amendment of Constitution

‘That, subject to approval of the Ordinary Shareholders’ Resolution and General Meeting of Shareholders, the Company’s Constitution be amended by the modification or deletion of certain clauses or rules and making other changes as follows:

- a) the deletion of clauses 8.2, 11, 12, 53, 54, 66.1, 66.2, 66.3, 67 and 69.1;
- b) the deletion of the following definitions in clause 5 namely: Key Resolution Provisions, Ordinary Shareholding Limit, Ordinary Shareholding Limit Provisions, Primary Notice, Retailer Director, Retailer Director Provisions, Retailer Director Restrictions, Review Date, Secondary Notice and Sunset Date; and in the definition of ‘Managing Director’ changing the reference clause number ‘66.3’ to ‘66.1’;
- c) the inclusion of a new clause 66.1, namely:
 - a. ‘Subject to the Corporations Act and unless the Company resolves to change the number of Directors, the Company shall have not less than three Directors nor more than nine Directors, one of whom may be an Executive Director (who will be appointed by the Directors and who will, except as otherwise determined by the Directors, be the Managing Director).’
- d) The deletion of clause 68.1 and the substitution of the words ‘Directors are not required to hold any Shares’;
- e) The deletion of the words and numbers ‘clause 69.1 and 69.2’ in clause 69.3 and substitution of ‘clause 69.1’;
- f) The deletion of the words and numbers ‘clause 69.1 and 69.2 (as applicable)’ in clause 69.4(c) and substitution of ‘clause 69.1’;
- g) The deletion of the words ‘Subject to clauses 66 and 67,’ in clause 70.1 and with a changes so that clause 70.1 thereafter commences with: ‘The’;
- h) To renumber clauses and correct cross-references having regard to deletions; and

That the rights attaching to Retailer Shares and Ordinary Shares, as varied by the above paragraphs, be approved.’

FOR	AGAINST	ABSTAIN
5,000	350	0

93.45%	6.55%	0
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Any enquiries should be directed to Guy Houghton on (07) 3222 3999.