

**CONCENTRATED CAPITAL LIMITED**  
**ABN 34 087 730 667**  
**NOTICE OF ANNUAL GENERAL MEETING**  
  
**incorporating**  
  
**EXPLANATORY MEMORANDUM**  
  
**and**  
  
**PROXY FORM**

**Date of meeting:** Thursday 23 November 2006  
**Time of meeting:** 11.00am  
**Place of meeting:** The Boardroom  
Tolhurst Noall Ltd  
Level 29, 35 Collins Street  
Melbourne, Victoria 3000

*The Notice of Annual General Meeting and Explanatory Memorandum should be read in their entirety. If shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.*

**CONCENTRATED CAPITAL LIMITED**

**ABN 34 087 730 667**

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that an Annual General Meeting of shareholders of Concentrated Capital Limited ("**Company**") will be held in the Boardroom, at Tolhurst Noall Ltd, Level 29, 35 Collins Street, Melbourne, on Thursday 23 November 2006 at 11.00am (EST).

The Proxy Form and Explanatory Memorandum accompanying this Notice of Annual General Meeting are incorporated in and comprise part of this Notice of Annual General Meeting.

Unless the context indicates a contrary intention, definitions used in this Notice of Annual General Meeting have the same meaning as in the Explanatory Memorandum.

**(a).1 ORDINARY BUSINESS**

**Annual Financial Report**

To receive the Annual Financial Report of the Company for the year ended 30 June 2006, together with the Directors' Report and Declaration in relation to that financial year and the Auditors' Report on those financial statements.

**Resolution 1 - Remuneration Report for the Financial Year ended 30 June 2006**

To adopt the Remuneration Report for the Year ended 30 June 2006.

**Resolution 2 – Re-Election of Mr Reilly**

To consider and if thought fit, to pass, with or without amendment the following, as an **ordinary resolution**:

*"That Mr Peter Reilly, who retires in accordance with Rule 8.1(e)(2) of the Company's Constitution, being eligible for election, be elected as a director."*

**Resolution 3 – Re-Election of Mr Evett**

To consider and if thought fit, to pass, with or without amendment the following as an **ordinary resolution**:

*"That Mr Michael Evett, who retires in accordance with Rule 8.1(e)(1) of the Company's Constitution, being eligible for election, be elected as a director."*

**Resolution 4 – Refresh Capacity to Issue Shares Following Issue of Placement Shares**

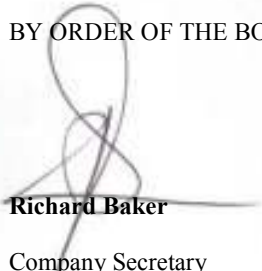
To consider and if thought fit, to pass, with or without amendment the following, as an **ordinary resolution**:

*"That the issue by the Company of 298,809 shares during the year each be approved for all purposes including the purposes of NSX Listing Rule 6.25".*

**Other Business**

To consider any other business that may lawfully be brought forward.

BY ORDER OF THE BOARD



**Richard Baker**  
Company Secretary

Dated: 19<sup>th</sup> day of October 2006

## **PROXIES**

Shareholders are entitled to appoint up to two individuals to act as proxies to attend and vote on their behalf. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights.

The proxy form (and the power of attorney or other authority, if any, under which the proxy form is signed) or a copy or facsimile which appears on its face to be an authentic copy of the proxy form (and the power of attorney or other authority) must be deposited at or sent by facsimile transmission to the registered office of the Company Level 2, 409 St Kilda Road, Melbourne, Victoria 3004 or facsimile number (+61 3 9820 2158), at least 48 hours prior to the meeting or adjourned meeting, as the case may be, at which the individual named in the proxy form proposes to vote.

A proxy must be signed by the shareholder or his/ her attorney duly authorised in writing or, if the shareholder is a corporation, in a manner permitted by the Corporations Act. The proxy may, but need not, be a shareholder of the Company.

## **VOTING ENTITLEMENT**

"The Company (as convener of the meeting) has determined that person's entitlement to vote at the Annual General Meeting will, in accordance with the Corporations Act 2001, be the entitlement of that person set out in the register of members as at "the end of the day" or "close of business" on Monday 20<sup>th</sup> November 2006. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the Annual General Meeting.

## PROXY FORM

The Company Secretary  
Concentrated Capital Limited  
Level 2, 409 St Kilda Road  
MELBOURNE VIC 3004

Facsimile: +61 3 9820 2158

I/We \_\_\_\_\_

of \_\_\_\_\_

being a member/(s) of Concentrated Capital Limited (the "Company"),

hereby appoint \_\_\_\_\_

of \_\_\_\_\_

or in his/her absence \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held in the Boardroom, at Tolhurst Noall Ltd, Level 29, 35 Collins Street, Melbourne, Victoria 3000 on Thursday 23 November 2006 at 11.00am (EST), and at any adjournment of that meeting.

If you wish to indicate how your proxy is to vote, please tick the appropriate places below. If no indication is given on a resolution, the proxy may abstain or vote at his or her discretion.

	FOR	AGAINST	ABSTAIN
<b>ORDINARY BUSINESS</b>			
1. Remuneration Report Year Ending 30 June 2006	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>OR</b>			
If you do not wish to direct your proxy how to vote, please place a mark in this box			<input type="checkbox"/>
2. Election of Mr Reilly	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>OR</b>			
If you do not wish to direct your proxy how to vote, please place a mark in this box			<input type="checkbox"/>
3. Election of Mr Evett	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>OR</b>			
If you do not wish to direct your proxy how to vote, please place a mark in this box			
4. Refresh Capacity to Issue Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>OR</b>			
If you do not wish to direct your proxy how to vote, please place a mark in this box			<input type="checkbox"/>

By marking this box, you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of the resolution and votes cast by him other than as a proxy holder will be disregarded because of the interest. The Chairman will vote in favour of all resolutions if no directions are given.

YOU MUST EITHER MARK THE BOXES DIRECTING YOUR PROXY HOW TO VOTE OR MARK THE BOX INDICATING THAT YOU DO NOT WISH TO DIRECT YOUR PROXY HOW TO VOTE, OTHERWISE THIS APPOINTMENT OF PROXY FORM MAY BE HELD INVALID.

If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and that your shares are not to be counted in computing the required majority on a poll.

2006

SIGNED by:

Signature (if joint holder)

THE COMMON SEAL of )  
 )  
 was affixed in )  
 the presence of: )

Signature of Director/Secretary

SIGNED for and on behalf of \_\_\_\_\_ )  
by \_\_\_\_\_ )  
under a Power of Attorney dated \_\_\_\_\_ )  
and who declares that he/she has not  
received any revocation of such Power of  
Attorney in the presence of : \_\_\_\_\_ )

Signature of Witness

## **CONCENTRATED CAPITAL LIMITED**

**ABN 34 087 730 667**

### **EXPLANATORY MEMORANDUM**

This Explanatory Memorandum has been prepared for the information of shareholders in Concentrated Capital Limited ("**Company**") in connection with the business to be considered at the Annual General Meeting of shareholders to be held in the Boardroom, at Tolhurst Noall Ltd, Level 29, 35 Collins Street, Melbourne, Victoria on Thursday 23 November 2006 at 11.00am (EST).

The Explanatory Memorandum should be read in conjunction with the accompanying Annual Notice of General Meeting. For the assistance of shareholders, a glossary of defined terms is included at the end of the Explanatory Memorandum.

Full details of the business to be considered at this Annual General Meeting are set out below.

### **ANNUAL FINANCIAL REPORT**

The first item of the Notice of Annual General Meeting deals with the presentation of the Company's Annual Financial Report for the year ending 30 June 2006. Shareholders should consider this document and raise any matters of interest with the Directors when this item is being considered.

No resolution is required to be moved in respect of this item.

### **RESOLUTION 1. REMUNERATION REPORT FOR THE YEAR ENDING 30 JUNE 2006**

During this item of business, shareholders at the meeting may comment on and ask questions about the Remuneration Report that appears in the Concentrated Capital Limited Annual Report 2006.

Section 300A of the Corporations Act requires the Directors Report must contain a remuneration report containing information about the Board's policy for determining the nature and amount of the remuneration of directors and senior management. The report must also explain the relationship between the remuneration policy and the Company's performance.

The Corporations Act, 2001 (section 250R(2) and section 250R(3)) provides that the vote on the adoption of the Remuneration Report is advisory only and does not bind the Directors of the Company.

### **RESOLUTION 2. ELECTION OF NON – EXECUTIVE DIRECTOR MR REILLY**

It is a requirement under Rule 8.1(e)(2) of the Company's Constitution that Mr Reilly retire by rotation. Mr Reilly offers himself for re-election. The remaining directors (other than Mr Reilly) recommend to shareholders that Mr Reilly be re-elected.

### **RESOLUTION 3. ELECTION OF NON-EXECUTIVE DIRECTOR MR EVETT**

It is a requirement under Rule 8.1(e)(1) of the Company's Constitution that Mr Evett retire. Mr Evett offers himself for re-election. The remaining directors (other than Mr Evett) recommend to shareholders that Mr Evett be re-elected.

#### **RESOLUTION 4. REFRESH CAPACITY TO ISSUE SHARES FOLLOWING ISSUE OF PLACEMENT SHARES**

This resolution is being proposed so that shareholders may consider and, if thought fit, formally approve for all purposes, including the purpose of NSX Listing Rule 6.25 the issue of 298,809 shares as follows during the year:

- On 12 October 2005, 29,166 shares were issued at A\$0.60 each in lieu of payment of services rendered totalling A\$17,500.
- On 28 October 2005, 57,143 shares were issued at A\$0.60 each pursuant to an underwriting of a private placement. Capital of A\$20,000 was raised. Each share issued by virtue of the underwriting had two attaching options exercisable at A\$0.35 on or before 30 June 2006.
- On 28 November 2005, 125,000 shares were issued at A\$0.10 by the exercising of 125,000 options.
- On 15 December 2005, 29,166 shares were issued at A\$0.60 each in lieu of payment of services rendered totalling A\$17,500.
- On 22 June 2006, 58,334 shares were issued at A\$0.60 each in lieu of payment of services rendered totalling A\$35,000

This issue of shares has already taken place, within the 15% limit prescribed by NSX Listing Rules. The approval by shareholders gives the Company the ability to raise further capital up to the 15% limit set pursuant to the NSX Listing Rules.

## **GLOSSARY OF TERMS**

**"Annual General Meeting" or "Meeting"** means the Annual General Meeting of shareholders of the Company to be held in the Boardroom, at Tolhurst Noall Ltd, Level 29, 35 Collins Street, Melbourne, on Thursday 23 November 2006 at 11.00am (EST) or any adjournment thereof.

**"ASIC"** means the Australian Securities & Investments Commission.

**"Board"** means the Board of the Company.

**"Company"** means Concentrated Capital Limited (ABN 34 087 730 667).

**"Corporations Act"** means the Corporations Act 2001.

**"Director"** means a director of the Company.

**"Directors"** means the Board of directors of the Company as constituted from time to time.

**"EST"** means Eastern Standard Time.

**"Explanatory Memorandum"** means this explanatory memorandum.

**"Notice of Annual General Meeting"** means the notice of Annual General Meeting, which accompanies the Explanatory Memorandum.

**"NSX"** means Stock Exchange of Newcastle Limited.

**"NSX Listing Rules"** means the official listing rules of NSX.

**"Ordinary Share"** means an ordinary share in the Company.