

baribunma Holdings Limited

A.B.N. 56 095 838 056

Unit 3 / 16-18 Stanley Street

PEAKHURST NSW 2210

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NOTICE OF ANNUAL GENERAL MEETING

Baribunma Holdings Limited
[ACN 56 095 838 056]

Notice is hereby given of the Annual General Meeting of Baribunma Holdings Limited to be held at 10:00 am on Thursday, 1st November, 2007 in the Harbour View Room, Noah's on the Beach, Newcastle, NSW.

Business:

To receive, consider and adopt the Financial Statements of the Company for the year ended 30 June 2007 and the Reports of Directors and Auditors thereon.

To consider and, if thought fit, to pass the following ordinary resolutions:

1. That Mr. Peter John BANCROFT be re-elected as a Director.
2. That the Remuneration Report, as required by section 300A of the *Corporations Act 2001*, as contained in the Annual Report of the Company for the financial year ended 30 June, 2007, be adopted.

(Note that the vote on this item is advisory only and does not bind the Directors or the Company).

Shareholders please note that a minimum of fourteen (14) days notice, in writing, is required if a query is to be made concerning any of the contents of the Financial Statements.

- (i) a member may appoint a proxy to vote on its behalf;
- (ii) the appointment may specify the proportion or number of votes to be cast at the meeting.
- (iii) that a member who is entitled to cast 2 or more votes may appoint 2 (or more) proxies and may specify the proportion or number of votes each proxy is appointed to exercise.
- (iv) a proxy need not be a member of the Company and,

(v) forms of proxy must be lodged at the registered office of the Company or by fax to the Company on (02) 95840587 at least 24 hours prior to the meeting.

By order of the Board of Directors,

Dated this 27th day of September, 2007.

A handwritten signature in blue ink, appearing to read 'G. Denyer', with a stylized flourish at the end.

Geoffrey Denyer J.P.
Director and Company Secretary

EXPLANATORY NOTES

Resolution 1:

Pursuant to the Company's Constitution, Mr. P.J. Bancroft offers himself for re-election to the Board of Directors. Mr. Bancroft was a founding director of the Company (2001) and served as Chairman 2001-2006, taking up the role of Chief Executive Officer in 2006.

The Board recommends that the shareholders resolve to re-elect Mr. Bancroft.

Resolution 2:

The Remuneration Report is contained in the Company's Annual Report (p6). The vote on this proposed resolution is advisory only and will not bind the directors or the Company, however the Board will take the outcome of the vote into account when reviewing remuneration practices and policies.

The Board recommends that the shareholders pass the resolution to adopt the Remuneration Report.