

**JAB TECHNOLOGIES LIMITED**  
**ACN 087 426 953**

**NOTICE OF GENERAL MEETING**

**Notice is hereby given that a General Meeting of Jab Technologies Limited ("the Company") will be held at Suite 303, 20 Bungan Street Mona Vale at 11am on Thursday, 1<sup>st</sup> November 2007 to conduct the following business.**

1. To consider and, if thought fit, to pass the following ordinary resolution:  
"That the Company issue a total of up to 15,973,333 fully paid ordinary shares and 9,820,000 share options exercisable at \$0.20 on or before 31<sup>st</sup> December 2009 as consideration under the Share Sale Deed executed between the Company, VentureAxess Limited and accepting shareholders of VentureAxess Limited on 18 September 2007"
2. To consider and if thought fit pass the following ordinary resolution:  
"The Company change its activities to include funds management and corporate services as a result of the acquisition of VentureAxess Limited."
3. To consider and if thought fit pass the following ordinary resolution:  
"The Company change its name to VentureAxess Group Limited."
4. To consider and if thought fit pass the following ordinary resolution:  
"The Company hereby ratifies the appointment of Northstar Accountants Pty Ltd as its auditors."
5. To consider and if thought fit pass the following ordinary resolution:  
"The Company hereby ratifies the Converting Loan Note for the amount of \$52,000 advanced by VentureAxess Capital Limited which provides for conversion of the loan thereunder to 693,333 ordinary shares in the Company at \$0.075 per share fully paid."



Karalyn Day  
Director  
+61 2 9999 0540

## **PROXIES**

A member entitled to attend and vote at the general meeting may appoint 1 or 2 persons to attend and vote at the meeting as the member's proxy.

A proxy need not be a member. If 2 proxies are appointed, each proxy must be appointed to represent a specified proportion of the member's voting rights.

Proxies may only be appointed by returning the enclosed proxy form to the secretary at the company's registered office no later than 5.00pm Eastern Standard Time on Monday 29<sup>th</sup> October 2007. The proxy form must be signed by the member or an attorney duly authorised in writing. If the member is a company, the form must be executed under the seal of the company, or by its duly authorised officer or attorney.

By order of the Board

A handwritten signature in black ink, appearing to read 'K. Day', with a stylized flourish at the end.

Director  
8<sup>th</sup> October 2007

## PROXY FORM

The Secretary  
Jab Technologies Limited  
Post Office Box 1356  
Mona Vale N.S.W. 1660

fax: +61 2 9999 0150

Name \_\_\_\_\_

Address \_\_\_\_\_

\_\_\_\_\_

being a member/members of Jab Technologies Limited, hereby appoint  
(name of 1<sup>st</sup> proxy) \_\_\_\_\_

address \_\_\_\_\_  
\_\_\_\_\_

to represent.....per cent of my/our voting rights, or in their absence the chair of the meeting, as my/our proxy to vote for me/us on my/our behalf at the general meeting of the company to be held at 11am on Thursday 1<sup>st</sup> November 2007 and at any adjournment of that meeting.

I/We direct my/our proxy to vote as indicated below.

(If you wish to indicate how your proxy is to vote, please tick the appropriate spaces below. If no directions are made, the proxy may abstain or vote at his or her discretion.)

| Resolution Item                           | For | Against |
|---|-----|---------|
| 1. Issue of ordinary shares and options   |     |         |
| 2. Change of activities                   |     |         |
| 3. Change of name                         |     |         |
| 4. Ratification of appointment of auditor |     |         |
| 5. Ratification of Convertible Loan Note  |     |         |

.....  
Signed

.....  
Date



ACN 087 426 953

Dear Jab Technologies Shareholder,

**CHANGE IN ANNUAL REPORT LEGISLATION**

We wish to advise that the Australian Government recently introduced legislation that permits Companies to provide annual reports to shareholders through a website rather than in hard copy.

Shareholders who wish to continue to receive a printed copy can request the Company to send them one or request an email notification of the availability of the annual report online. Meeting notices and proxy forms will continue to be sent by post.

We encourage shareholders to access these documents online as this not only reduces costs to the Company but also provides benefits to the environment.

**These are your options, please tick the one that suits you and please fill in the information below for our records.**

- provide an email address and we will advise you by email when the annual report is available online, **or**;
- instruct us that you wish to receive a printed copy of the annual report, **or**
- take no action and you will no longer receive a printed annual report..

Remember, you may, of course, change your communication preferences at any time. You can do this by advising the company by phone (+61 2 9999 0540) or in writing to PO Box 1356 Mona Vale, New South Wales, Australia 1660.

Yours Sincerely

Karalyn Day  
Company Secretary

Name: .....

Company Name: .....  
(if required or please put the name of what your shares are under)

Address:.....

.....

Email:.....

Home Number:.....

Mobile:.....

Fax:.....

9 October 2007

Dear Jab Technologies Shareholder

As you know Jab Technologies Limited ("Jab") was the subject of a takeover offer by VentureAcess Capital Limited earlier this year, which resulted in VentureAcess Capital acquiring 71.4% of Jab's issued capital. The Board of VentureAcess Capital was alarmed to find the state of Jab's ongoing business to be parlous with a negligible revenue stream and ongoing losses. Accordingly a series of strategies were considered by which Jab could be repaired as a company and provided with a sound future.

With this goal in mind on 18 September 2007, Jab agreed to purchase up to 100% of the issued capital of VentureAcess Limited and a Share Sale Deed was executed by both companies and certain shareholders of VentureAcess Limited. This transaction paves the way forward for Jab which as a company has wallowed and failed to meet both business and shareholder expectations.

VentureAcess Limited is the holding company of the VentureAcess group of companies which has developed over the past four years as a business specialising in providing investment and corporate services to emerging Australian businesses and as a fund manager. VentureAcess Limited has now developed a growth model to build upon its past experience and networks to significantly expand its business and revenue base, and take it to market leadership in the emerging business sector of the Australian venture capital industry.

Upon completion of the purchase of VentureAcess Limited, the Board of Jab will seek your approval to change the business of the company to encompass the VentureAcess business model and to change the name of the company from Jab to VentureAcess Group Limited.

It is hoped that this merger will more than double the market capitalisation of Jab, provide the platform for future profit and thus sound dividend returns to shareholders. This performance should also be reflected in both the share price of the company and the level of trading liquidity for its shares.

The new business model for your company is based upon a robust, expanded and profit driven offering of business services to the emerging business sector and a significant expansion of the VentureAcess funds management operations with an associated increase in the quantum of funds under management. Geographically, this growth model is structured to deliver the Company's services in the Australasian region using Singapore as the gateway to the Asian market.

#### IMPORTANT NOTE

Over the next couple of months we will be endeavouring to contact all shareholders (by telephone where possible) to update your personal details and to provide you with the opportunity, where appropriate, to take your shareholding in the company to a marketable parcel. We ask for your forbearance and assistance in securing the future for the VentureAcess Group as a whole and your own position as a shareholder in particular.

Yours faithfully,



G.E. Mullins  
Chairman