PROXY FORM

THIS DOCUMENT IS IMPORTANT. IF YOU ARE IN DOUBT AS TO HOW TO DEAL WITH IT, PLEASE CONTACT YOUR STOCK BROKER OR LICENSED PROFESSIONAL ADVISOR.

RATTOON HOLDINGS LIMITED

REGISTERED OFFICE: LEVEL 10 350 COLLINS STREET MELBOURNE VIC 3000

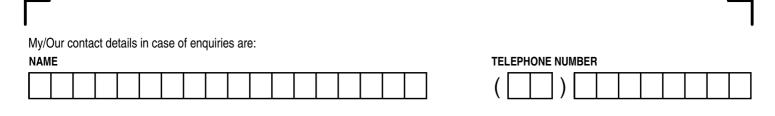
ABN 16 076 611 268

SHARE REGISTRY:

Security Transfer Registrars Pty Ltd All Correspondence to: PO BOX 535,

APPLECROSS WA 6953 AUSTRALIA

										T: +61 8 93 E: regis	770 Can ROSS WA 615: 15 2333 F: +6 strar@securitytr www.securitytr	1 8 9315 2233 ansfer.com.au	
Code									ode:	RTN			
Holder Number								ber:					
		SECTION	l A: App	ointmeı	nt of Pro	оху							
I/We, the above named, being reg	I/We, the above named, being registered holders of the Company and entitled to attend and vote hereby appoint:												
	OR												
The meeting Chairperson (mark with an "X")													
or failing the person named, or if no person is named, the Chairperson 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 the Company to be held at 11.30 (AEDT) on Thursday 26 th November 2009 at the offices of Bell Potter Securities, Level 29, 101 Collins Street, Melbourne, Victoria, 3000 and at any adjournment of that meeting.													
SECTION B: Voting Directions to your Proxy													
Please mark "X" in the box to in Resolution	dicate your voting direction	ons to your Pro	xy.							For	Against	Abstain*	
Financial Statements and R	eports												
2. Re-election of Director													
3. Adoption of Remuneration F	Report												
If no directions are given my proxy * If you mark the Abstain box for a particular		y not to vote on you	r behalf on a				our votes	s will not be	e counted	in computing	the required major	ity on a poll.	
This section must be signed in a	accordance with the ins		ON C: Ple				e imp	lemente	ed.				
Individual or Security I	Individual or Security Holder Security Holder 2						·] [Security I			
Sole Director and Sole Cor	npany Secretary eference Number:		Direc	ctor	1			RTN	Directo	or / Compar	ny Secretary	ı	



NOTES

1. Name and Address

This is the name and address on the Share Register of Ratttoon Holdings Limited. If this information is incorrect, please make corrections on this form. Shareholders sponsored by a broker should advise their broker of any changes. Please note that you cannot change ownership of your shares using this form.

2. Appointment of a Proxy

If you wish to appoint the Chairperson of the Meeting as your Proxy please mark "X" in the box in Section A. Please also refer to Section B of this proxy form and ensure you mark the box in that section if you wish to appoint the Chairperson as your Proxy.

If the person you wish to appoint as your Proxy is someone other than the Chairperson of the Meeting please write the name of that person in Section A. If you leave this section blank, or your named Proxy does not attend the meeting, the Chairperson of the Meeting will be your Proxy. A Proxy need not be a Shareholder of Rattoon Holdings Limited.

3. Directing your Proxy how to vote

To direct the Proxy how to vote place an "X" in the appropriate box against each item in Section B. Where more than one Proxy is to be appointed and the proxies are to vote differently, then two separate forms must be used to indicate voting intentions.

4. Appointment of a Second Proxy

You are entitled to appoint up to two (2) persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second Proxy, an additional Proxy form may be obtained by telephoning the Company's share registry +61 8 9315 2333 or you may photocopy this form.

To appoint a second Proxy you must:

- (a) On each of the Proxy forms, state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each Proxy may exercise, each Proxy may exercise half of your votes; and
- (b) Return both forms in the same envelope.

5. Signing Instructions

Individual: where the holding is in one name, the Shareholder must sign.

<u>Joint Holding:</u> where the holding is in more than one name, all of the Shareholders must sign.

<u>Power of Attorney:</u> to sign under Power of Attorney you must have already lodged this document with the Company's share registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

<u>Companies:</u> 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 may sign alone. Otherwise this form must be signed by a Director jointly with either another Director or Company Secretary. Please indicate the office held in the appropriate place.

If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be lodged with the Company before the meeting or at the registration desk on the day of the meeting. A form of the certificate may be obtained from the Company's share registry.

6. Lodgement of Proxy

Proxy forms (and any Power of Attorney under which it is signed) must be received by Security Transfer Registrars Pty Ltd no later than 11.30 (AEDT) on 24 November 2009, being 48 hours before the time for holding the meeting. Any Proxy form received after that time will not be valid for the scheduled meeting.

Security Transfer Registrars Pty Ltd PO BOX 535 Applecross, Western Australia 6953

Street Address: Alexandrea House, Suite 1 770 Canning Highway Applecross, Western Australia 6153

Telephone +61 8 9315 2333

Facsimile +61 8 9315 2233

Email registrar@securitytransfer.com.au

PRIVACY STATEMENT

Personal information is collected on this form by Security Transfer Registrars Pty Ltd as the registrar for securities issuers for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal details may be disclosed to related bodies corporate, to external service providers such as mail and print providers, or as otherwise required or permitted by law. If you would like details of your personal information held by Security Transfer Registrars Pty Ltd or you would like to correct information that is inaccurate please contact them on the address on this form.