

# Print Mail Logistics Limited

ACN 103 116 856

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## Notice of Annual General Meeting

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<b>Date</b>	Friday 10 <sup>th</sup> September 2010
<b>Time</b>	2.30 pm
<b>Place</b>	Lenna of Hobart, Cnr Runnymede Street and Salamanca Place, Battery point Tasmania 7004

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The Annual General Meeting of Print Mail Logistics Limited (the **Company**) will be held at the place, date and time specified above for the purpose of conducting the following business.

### ORDINARY BUSINESS

#### 1. Financial Report

To consider the Company's financial report, directors' report and auditor's report for the financial year ended 30 June 2010.

#### 2. Remuneration Report

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

*That the Remuneration Report for the year ended 30 June 2010 be adopted.*

#### 3. Re-election and election of Directors

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

- (a) *That John W Woods, who retires by rotation in accordance with rule 17.1 of the Company's constitution, and being eligible, be re-elected as a director of the Company.*
- (b) *That Robert C Cameron, who was appointed as a director on 1 April 2010 to fill a casual vacancy, have his appointment as a director of the Company confirmed in accordance with s 201H(3) of the Corporations Act 2001.*

Items 3(a) and 3(b) will be voted on as separate ordinary resolutions.

Information about the candidates appear in the accompanying Explanatory Memorandum. The Directors recommend that you vote in favour of the resolutions.

## SPECIAL BUSINESS

### 4. Other Business

To transact any other business which may be brought forward in accordance with the constitution of the Company.

By order of the Board



Ian Hopkins  
Company Secretary

Dated 5 August 2010

### **Note**

- (a) A member who is entitled to vote at a general meeting is entitled to appoint not more than two proxies.
- (b) When two proxies are appointed and each proxy is not appointed to represent a specified proportion of the member's voting rights, then each proxy may exercise half of the shareholder's voting rights.
- (c) A proxy need not be a member.
- (d) An instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed must be lodged at the registered office of the Company by mail, fax on +617 3231 0099 not less than 48 hours before the time set for the holding of the meeting or to the following addresses:

By Mail:

Armstrong Registry Services Limited  
GPO Box 897  
Brisbane Qld 4001  
Australia

In Person:

Armstrong Registry Services Limited  
Level 22  
307 Queen Street  
Brisbane Qld 4000  
Australia

## Explanatory Memorandum

### Item 1: Financial statements and reports

While shareholders are not required to vote on the financial statements and reports, shareholders will be given reasonable opportunity at the meeting to raise questions on the statements and reports. They will also be able to ask the Company's auditor questions.

### Item 2: Remuneration Report

Shareholders will be given a reasonable opportunity at the meeting to comment on and ask questions about the Company's Remuneration Report.

The Remuneration Report is contained in the Financial Report. Copies of the Financial Report are distributed with the Notice of Annual General Meeting and are available on the Company's website at [www.pml.com.au](http://www.pml.com.au) or can be obtained from the Office of the Company Secretary by telephoning (613) 6220 8444.

The Remuneration Report includes:

- an explanation of the Company's policy for determining the remuneration of directors and executives; and
- a discussion of the relationship between that policy and the Company's performance; and
- details of the performance conditions associated with the remuneration of the directors and executives.

The vote on the proposed resolution in this item 2 is advisory and will not bind the directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing remuneration practices and policies.

### Item 3: Re-election and election of Directors

Each re-election and election will be conducted as a separate resolution.

The Board, in the absence of Mr Woods and Mr Cameron, reviewed the performance of the directors standing for re-election and election and have endorsed their nomination as candidates for re-election and election.

### **Mr John W Woods**

Appointed a non-executive director in June 2009. Mr Woods retires by rotation in accordance with rule 17.1 of the Company's Constitution and, being eligible, presents himself for re-election.

Mr Woods is Chairman of the Board, the Audit and Risk management Committee, the Remuneration Committee and the Nominations Committee.

Mr Woods is a Fellow of the Institute of Chartered Accountants in Australia and has held the positions of Chairman of the Institute's State Council in Tasmania and Chairman of the State Membership Committee. He served as a National Councillor from 1982 to 1986 and has been a member of the National Membership Committee, the National Disciplinary Committee, the National Education Committee and a member of the National Examination Committee.

In addition to being a registered Company Liquidator since 1975, Mr Woods is an Official Liquidator, is a registered Tax Agent and, until 2008, a Company Auditor. Mr Woods currently sits on the Tasmanian Regional Liaison Committee of the Australian Securities and Investments Commission (ASIC) and is a past member of the Tasmanian Auditors and Liquidators Disciplinary Board.

Mr Woods' special responsibilities include that of Chairman of the Audit and Risk Management Committee.

**The Board (other than the director who is the subject of the relevant resolution) recommends that shareholders vote in favour of Mr Wood's re-election.**

### **Mr Robert C Cameron**

Appointed a non-executive director in April 2010 to fill a casual vacancy, Mr Cameron is required to have his appointment as a director of the Company confirmed in accordance with s 201H(3) of the *Corporations Act 2001*

Mr Cameron is a member of the Audit and Risk management Committee, the Remuneration Committee and the Nominations Committee.

Mr Cameron is a Chartered Accountant and a former Director of an ASX listed company.

**The Board (other than the director who is the subject of the relevant resolution) recommends that shareholders vote in favour of Mr Cameron's re-election.**

# Print Mail Logistics Limited (ACN 103 116 856)

## Proxy Form

<b>I/We</b> (shareholder's name)	
<b>of</b> (address)	

Being a member/s of Print Mail Logistics Limited and entitled to vote appoint

<input type="checkbox"/> The Chairman of the meeting (mark box with an "X")	<b>OR</b>	<div style="border: 1px solid black; width: 200px; height: 40px;"></div>	Write here the name of the person (or body corporate) you are appointing if this person is someone other than the Chairman of the meeting
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or failing the person named, or if no person is named, the Chairman of the Meeting as my/our proxy to vote in accordance with the following directions for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 10 September 2010 and at any adjournment of that meeting.

I/We direct my/our proxy to vote in respect of each resolution to be considered as indicated with an **X** below, and to vote or abstain in respect of any procedural resolution as my/our proxy thinks fit.

		FOR	AGAINST	ABSTAIN
Item 2.	Remuneration Report.	[ ]	[ ]	[ ]
Item 3(a)	Re-election of Mr John W Woods	[ ]	[ ]	[ ]
Item 3(b)	Election of Mr Robert C Cameron	[ ]	[ ]	[ ]

If no direction is given above, I/we authorise my/our proxy to vote or abstain as my/our proxy thinks fit in respect of each resolution (including any procedural resolution) to be considered by the meeting and any adjournment of the meeting.

### IMPORTANT: Please note

If the Chairman of the Meeting is to be your proxy and you have not directed your proxy how to vote on item 1 above, please place a mark in this box. ☐

By marking this box, you acknowledge that the Chairman of the Meeting may exercise your proxy even if he has an interest in the outcome of those items and that votes cast by him, other than as proxy holder, would be disregarded because of that interest. The Chairman intends to vote undirected proxies in favour of each item. If you do not mark this box, the Chairman will not cast your undirected proxy on item 1.

## Signature(s) of Shareholder

Member 1 (Individual)

Director or Sole Director/Secretary  
(delete one)

Member 2 (Dual/Individual)

Director/Company Secretary  
(delete one)

Member 3 (Dual/Individual)

**Signing Instructions:** This form should be signed by the shareholder. If a joint holding, all shareholders should sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or certificate copy attached to this form. If executed by a company, the form must be executed in accordance with the member's constitution and the *Corporations Act 2001* (Cwlth) (or equivalent legislation if overseas).