

# INTERNATIONAL BUILDING INDUSTRIES LIMITED

ABN 42 116 936 862

# NOTICE OF GENERAL MEETING

TIME: 11.30am (WST)

DATE: Friday, 28 November 2011

PLACE: The Boardroom

Nissen Kestel Harford

Level 2

100 Railway Road Subiaco WA 6008

THIS IS AN IMPORTANT DOCUMENT - If you are in any doubt as to how to act, you should consult your financial or legal adviser as soon as possible.

# **Notice of General Meeting**

# INTERNATIONAL BUILDING INDUSTRIES LIMITED

ABN 42 116 936 862

Notice is hereby given that a General Meeting of International Building Industries Limited (the **Company**) will be held at:

Venue: The Boardroom

Nissen Kestel Harford Level 2, Spectrum 100 Railway Road SUBIACO WA 6008

Date: Friday, 28 January 2011

Time: 11:30am (WST)

This Notice of Meeting should be read in conjunction with the accompanying Explanatory Memorandum.

# **Agenda**

## **Special Resolution**

## 1. Change of Company Name

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

"That, for the purpose of Section 157(1) of the Corporations Act and for all other purposes, the name of the Company be changed to "Inosite Limited" and the Constitution be amended accordingly."

#### **General Business**

To consider any other business that may be brought forward in accordance with the Constitution of the Company or the Corporation Act.

#### By Order of the Board

International Building Industries Limited 21 December 2010

# **Explanatory Memorandum**

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the General Meeting of Shareholders to be held on Friday 28 January 2011 at 11.30am (WST).

The purpose of this Explanatory Memorandum is to provide Shareholders with all information known to the Company which is material to a decision on how to vote on the resolution in the accompanying Notice of General Meeting.

This Explanatory Memorandum should be read in conjunction with the accompanying Notice and is a brief explanation of the matter for which Shareholder approval is sought in relation to the Resolution.

## Resolution 1 – Change of Company Name

Resolution 1 is a special resolution seeking approval to change the name of the Company to "Inosite Limited".

The name derives from Greek origins and means "nerve/strength" and is part of leaving the past behind and rebuilding a prosperous future for the Company.

# International Building Industries Limited ACN 116 936 862

# **Proxy Form**

## Please return this Proxy Form to the Company Secretary's Office

Nissen Kestel Harford PO Box 8281 SUBIACO WA 6008 Or Facsimile on +61 8 9367 8812

Member Details						
Name:						
Address:						
Contact Telephone No:						
Appointment of Proxy						
I/We being a Member/s of International	Building Industries Limited and entitled to attend and	vote hereby appoint				
Mark the above with an "X" if the Chairman of the Meeting is to be your Proxy	Write here the name of the person you are ap Chairman of the Meeting.	opointing if this person is someone other than the				
	proxy to attend and act generally at the Meetin the following directions (or if no directions have Meeting of International Building Industries Lim	s named, the Chairman of the Meeting, as my/our g on my/our behalf and to vote in accordance with be been given, as the proxy sees fit) at the General nited to be held at The Boardroom, Nissen Kestel Subiaco WA 6008 on Friday, 28 January 2011 at meeting.				
	AND					
not direct your proxy how to vote, your	vote on any or all of the Resolutions, place a mark "2 proxy may vote as he, she or it sees fit. If you mark is esolution and your votes will not be included on a show	the abstain box, you are directing your proxy not to				
If you appoint the Chairman of the Meeting as your proxy and you do not give directions on how to vote on a particular Resolution, the Chairman intends to vote in favour of the Resolutions.						
		For Against Abstain*				
Resolution 1. Change of Compan	y Name					
*If you mark the Abstain box for resolut votes will not be counted in computing t voting rights applicable to the proxy app	tion 1 you are directing your proxy not to vote on you he required majority on a poll. If you wish to appoint a pointed by this form.	ur behalf on a show of hands or on a poll and your a second proxy, state the % of your %				
PLEASE SIGN HERE This section mu	st be signed in accordance with the instructions of	overleaf to enable your directions to be valid				
Individual or Member 1	Member 2	Member 3				
Sole Director and Sole Company Secretary	Director	Director/Company Secretary				

#### Voting

## **Voting entitlements**

In accordance with the Corporations Act, the Company has determined that the shareholding of each person for the purpose of determining entitlements to attend and vote at the meeting will be the entitlement of that person set out in the Company's share register as at 11.30am (WST) on Wednesday, 26 January 2011. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

## Voting in person

A Shareholder that is an individual may attend and vote in person at the meeting. If you wish to attend the meeting, please bring the attached proxy form to the meeting to assist in registering your attendance and number of votes. Please arrive 15 minutes prior to the start of the meeting to facilitate this registration process.

A Shareholder that is a corporation may appoint an individual to act as its representative to vote at the meeting in accordance with section 250D of the Corporations Act. The appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the Certificate is enclosed with this Notice of Meeting.

#### Voting by proxy

Shareholders should complete the proxy form if they do not wish to attend the meeting and wish to appoint a proxy to attend and vote on their behalf. If you intend to attend the meeting, you do not need to complete the proxy form. However, please bring the proxy form with you to the meeting to assist with your registration.

You may still attend the meeting even if you have appointed a proxy. However, your proxy's authority is suspended in relation to any resolutions on which you choose to vote personally.

## Appointing a second proxy

You may appoint up to 2 persons to act as your proxy to attend and vote on your behalf. If you wish to do this you must use a separate proxy form in respect of each proxy and indicate the percentage of your voting rights or the number of shares that each proxy is appointed in respect of each proxy form. You should photocopy the enclosed proxy form or request an additional proxy form to be sent to you.

#### Directing your proxy how to vote

If you wish to direct your proxy how to vote on any or all of the resolutions, place a mark "X" in the "For", "Against" or "Abstain" box. If you do not direct your proxy how to vote, your proxy may vote as he, she or it sees fit. If you mark the abstain box, you are directing your proxy not to vote on your behalf in respect of that resolution and your votes will not be included on a show of hands or on a poll.

If you appoint the Chairman of the meeting as your proxy, but do not give directions on how to vote on a particular resolution, the Chairman will vote in favour of all resolutions even if he has an interest in the outcome of those resolutions and votes cast by him as proxy holder will not be disregarded because of that interest.

## **Signing instructions**

Individuals The individual, who is the shareholder, or his or her attorney, must

sign the form.

Joint holding Each person who is a joint shareholder, or their attorneys, must sign

the form.

Companies The company that is the shareholder must sign the form in

accordance with section 127 of the Corporations Act either by a director jointly with either another director or a company secretary, or where the company has a sole director who is also the sole company

secretary (or there is no company secretary), by that director.

Power of attorney

Any shareholder signing under a power of attorney must attach a certified photocopy of the power of attorney document to this form.

### Lodging your proxy form

To be valid, your proxy form (and any power of attorney under which it is signed) must be received at the address given below no later than 11.30am (WST) on Wednesday, 26 January 2011. Any proxy form received after that time will not be valid for the scheduled meeting.

In person Nissen Kestel Harford

Level 2, Spectrum 100 Railway Road SUBIACO WA 6008

By mail Nissen Kestel Harford

PO BOX 8281 SUBIACO WA 6008

By fax (within Australia) 08 9367 8812

(outside Australia) +61 8 9367 8812

# International Building Industries Limited ACN 116 936 862

## **Corporate Representative Form**

Please return this Appointment Form of Corporate Representative to the Company Secretary's Office:

Nissen Kestel Harford PO Box 8281 SUBIACO WA 6008 Or Facsimile on +61 8 9 367 8812

Shareholder Detail	S					
This is to certify that	by a resoluti	on of the director	s of:			
					ACN	
(Insert Company Nam	ne)					
(Insert Address)						
The Company has a	ppointed:					
(Insert Name of Corpo	rate Represen	tative)				<del></del>
Representative of t General Meeting of	he company Shareholders 2011 at 11	to exercise all s of International .30am (WST) ar	or any of the Building Indust nd at any adjo	powers the tries Limited	e company I ACN 116 9	ct as the Corporate may exercise at the 936 862 to be held on ment of the General
Dated this day	of	2011				
Executed by						
ACN in accordance with s 2001:	section 127 o	f the C <i>orporation</i>	s Act			
Director				Director/S	ecretary	
					•	
Name of Authorised	Representat	ive				

Signed by Authorised Representative