

Dear Shareholder

It is my pleasure to invite you to the 2012 Annual General Meeting of Australian Small Scale Offerings Board Limited.

The AGM will be held at Suite 1401, Level 14, The Rocket, 203 Robina Town Centre Drive, Robina QLD 4230 at 2.00 pm AEST (Brisbane time) on Tuesday 20<sup>th</sup> November 2012.

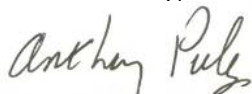
Enclosed is your notice of meeting together with a personalized voting form for shareholders. If you are unable to attend the meeting, you are encouraged to complete the proxy form and direct your proxy how to vote.

**The proxy form should be returned in the envelope provided or faxed to the Company's Share Registry, Boardroom Limited on +61 2 9290 9655 so that it is received by 2.00 pm AEST Brisbane Time (3.00 pm Sydney time) on Sunday 18<sup>th</sup> November 2012.**

Shareholder registration will commence at 1.30 pm and is essential for admittance to the meeting. If you are attending the meeting, please bring your proxy form with you to assist in registering.

Corporate shareholders will be required to complete a Certificate of Appointment of Corporate Representative to enable a person to attend on their behalf. A form of this certificate may be obtained by calling the Company's share registry, Boardroom Limited on +61 2 9290 9600 or emailing [enquiries@boardroomlimited.com.au](mailto:enquiries@boardroomlimited.com.au).

Yours sincerely,



**Anthony Puls**

Chairman

11 October 2012



**Australian Small Scale Offerings Board Limited ACN 109 469 383**

Suite 14, Riverwalk Place, 2 Waterfront Place, ROBINA QLD 4226

Tel: 1300 722 954

Fax: 1300 722 593



**AUSTRALIAN SMALL SCALE OFFERINGS BOARD LIMITED  
ACN 109 469 383**

**Notice of Annual General Meeting – 20 November 2012**

The Annual General Meeting of shareholders of Australian Small Scale Offerings Board Limited will be held at

**Suite 1401, Level 14, The Rocket  
203 Robina Town Centre Drive  
Robina QLD 4230  
on**

**Tuesday, 20 November 2012 at 2.00 pm AEST (Brisbane time).**

If you are unable to attend the meeting you are encouraged to complete and return the proxy form included with this notice.

The completed proxy form must be received by Boardroom Pty Limited no later than 2.00 pm AEST (Brisbane Time) Sunday 18 November 2012, being 48 hours before the meeting commences.

If you appoint a proxy you are encouraged to direct your proxy how to vote on each item by marking the appropriate boxes on the proxy form.

**ITEMS OF BUSINESS**

**Annual Financial Statements and Reports**

To receive and discuss the Company's financial statements, Directors' and Auditor's reports for the year ended 30 June 2012.

**Resolution 1 – Remuneration Report**

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

*That the Remuneration Report for the year ended 30 June 2012 be adopted.*

**Resolution 2 – Re-election of Tony Puls**

Tony Puls retires by rotation in accordance with the Company's constitution, and being eligible, offers himself for re-election.

**By order of the board**

**Susan Williams  
Company Secretary  
11 October 2012**

**Voting exclusion statement**

The Company will disregard any votes cast on resolution 1, regarding adoption of the remuneration report by any members of the Key Management Personnel/Executives referred to in the Remuneration Report or their closely related parties.

## **PROXIES AND VOTING**

### **Voting entitlement**

In accordance with Regulation 7.11.37 of the Corporations Regulations 2001 the Company has determined that the shareholding of each shareholder for the purpose of voting entitlements for the Annual General Meeting or adjourned meeting will be as it appears in the Share Register at 7.00pm Sydney time on Friday 16 November 2012.

### **Voting by proxy**

A shareholder of the Company entitled to attend and vote is entitled to appoint not more than two proxies. A proxy may be an individual or body corporate and need not be a shareholder. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes. A personalised proxy form is included with this Notice of Meeting. If you require a second proxy form please contact Boardroom Limited on (within Australia) 1300 737 760 or (outside Australia) +61 2 9290 9600.

### **Lodging your proxy form**

You can lodge your completed proxy form by:

- Mailing it to Boardroom Pty Limited using the reply paid envelope
- Posting it to Boardroom Pty Limited, GPO Box 3993, Sydney NSW 2001 Australia
- Faxing it to +61 2 9290 9655
- Hand delivering it to Boardroom Pty Limited, Level 7, 207 Kent Street, Sydney NSW Australia

### **How the Chairman of the meeting will vote undirected proxies**

If you have marked the box authorising the Chairman to vote undirected proxies in favour of resolution 1, adoption of the remuneration report, the Chairman will vote your undirected proxy in favour of resolution 1. If you have not marked the box and have not directed how your votes should be cast the Chairman will not vote on resolution 1 and your votes will not be counted if a poll is called.

The Chairman of the meeting will vote undirected proxies on resolution 2, and in favour of, that motion.

### **Voting by attorney**

A member entitled to attend and vote at the meeting may appoint an attorney to vote at the meeting. Attorneys should bring to the meeting an original or certified copy of the power of attorney.

### **Corporate representatives**

A corporation who is a member, or who has been appointed as a proxy by a member, may appoint a person to act as its representative in accordance with s. 250D of the Corporations Act 2001 to vote at the meeting. Evidence of the appointment must be brought to the meeting together with any authority under which it is signed. A pro forma Certificate of Appointment of Corporate Representative may be obtained from Boardroom Pty Limited by calling (within Australia) 1300 737 760 or (outside Australia) +61 2 9290 9600.

### **Voting procedure**

The vote on each resolution will be decided on a show of hands unless a poll is validly demanded. Each member present in person, by proxy, attorney or representative, has one vote on a show of hands and one vote for each fully paid share held on a poll.

### **Jointly held shares**

If shares are jointly held, only one of the members can vote. If more than one joint member votes, only the vote of the member whose name appears first on the register of members will be counted.

### **Questions from shareholders**

In addition to asking questions at the meeting, written questions to the Chairman of the meeting about the management of ASSOB, or to ASSOB's Auditor about the content of the Auditor's Report and the conduct of the audit, may be submitted no later than Tuesday, 13 November 2012 to:

The Chairman  
Australian Small Scale Offerings Board Limited  
Suite 14, "Riverwalk Place"  
2 Waterfront Place  
ROBINA QLD 4226

Or by fax: +61 7 5591 9555

Or by email: [info@assob.com.au](mailto:info@assob.com.au)

### **Annual reports**

The Australian Government introduced legislation in 2007 changing the default option for receiving annual reports to be via a Company's web site. As a result, an electronic copy of the Annual Report is available by going to the NSX website at <http://www.nsx.com.au/ftp/news/021725950.PDF> The Annual Report has also been sent by post to those shareholders who have previously elected to receive a hard copy.

### **Explanatory notes**

The Explanatory Notes accompanying this Notice of Annual General Meeting are incorporated in and comprise part of this Notice of Annual General Meeting, and should be read in conjunction with this notice.

## **EXPLANATORY NOTES**

These Explanatory Notes set out information in connection with the business to be considered at the Annual General Meeting of Shareholders proposed to be held at Suite 1401, Level 14, The Rocket, 203 Robina Town Centre Drive, Robina QLD 4230 on 20 November 2012 at 2.00 pm AEST (Brisbane time).

The following items of ordinary business will be considered at the meeting:

### **Annual Financial Statements and Reports**

The Corporations Act 2001 requires the Financial Report, Directors' Report and Audit Report to be received and considered at the meeting. Neither the Corporations Act nor the Company's constitution requires shareholders to vote on these reports. The Chairman of the meeting will allow a reasonable opportunity for shareholders to ask questions about these reports or regarding the management of the Company. Shareholders will also be given a reasonable opportunity to ask the Auditor questions about the conduct of the Audit and the content of the Auditors' report.

### **Resolution 1: Remuneration Report**

Section 250R(2) of the Corporations Act requires that a resolution to adopt the Remuneration Report be put to the non-binding vote of the Company. The Remuneration Report is included in the Directors' Report on pages 11 to 13 within the Company's Annual Report. The Annual Report can be downloaded from <http://www.nsx.com.au/ftp/news/021725950.PDF> A voting exclusion statement applies to this item of business, as set out in the Notice of Meeting.

### **Resolution 2: Re-election of Mr Tony Puls**

Mr Tony Puls retires by rotation in accordance with clause 20.2 of the Company's Constitution and offers himself for re-election.

Tony Puls Dip. REIA was appointed as a director in November 2008 and has been Chairman from December 2008 until November 2009, then again since June 2010. Prior to that he was the founding Chairman of the Company's subsidiary ASSOB Pty Ltd (formerly called Australian Small Scale Offerings Board Limited).

After lobbying government and corporate regulators for more than 24 years, Tony lodged the first official applications for the creation of a platform which would allow unlisted companies to easily access private capital. In May 1997 the Australian Securities & Investments Commission (ASIC) issued a Class Order exemption allowing companies to appoint an ASSOB consultant to act on their behalf and assist them to raise capital through the ASSOB process.



## Name and Address

**FOR ALL ENQUIRIES CALL:**

(within Australia) 1300 737 760  
(outside Australia) +61 2 9290 9600

**FACSIMILE**

+61 2 9290 9655

**ALL CORRESPONDENCE TO:**

Boardroom Pty Limited  
GPO Box 3993  
Sydney NSW 2001  
Australia

☐

**Your Address**

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction on the form. Securityholders sponsored by a broker should advise your broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

## YOUR VOTE IS IMPORTANT

FOR YOUR VOTE TO BE EFFECTIVE IT MUST BE RECORDED BEFORE 2.00pm AEST (BRISBANE TIME) on Sunday 18<sup>th</sup> November 2012

## TO VOTE BY COMPLETING THE PROXY FORM

### STEP 1 Appointment of Proxy

Indicate here who you want to appoint as your Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chairman of the Meeting as your proxy please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a security holder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

#### Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

#### Appointment of a Second Proxy

You are entitled to appoint up to two 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 securities registry or you may copy this form.

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the 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 your votes. Fractions of votes will be disregarded.
- (b) return both forms together in the same envelope.

### STEP 2 Voting Directions to your Proxy

You can tell your Proxy how to vote

To direct your proxy how to vote, place a mark in one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### STEP 3 Sign the Form

The form **must** be signed as follows:

**Individual:** This form is to be signed by the securityholder.

**Joint Holding:** where the holding is in more than one name, all the securityholders must sign.

**Power of Attorney:** to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. **Please indicate the office held by signing in the appropriate place.**

### STEP 4 Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below not later than 48 hours before the commencement of the meeting at **2.00 pm AEST (Brisbane Time) on Tuesday 20<sup>th</sup> November 2012**. Any Proxy Form received after that time will not be valid for the scheduled meeting.

**Proxies may be lodged using the reply paid envelope or:**

**BY MAIL -** Share Registry – Boardroom Pty Limited, GPO Box 3993, Sydney NSW 2001 Australia

**BY FAX -** + 61 2 9290 9655

**IN PERSON -** Share Registry – Boardroom Pty Limited, Level 7, 207 Kent Street, Sydney NSW 2000 Australia

### Attending the Meeting

If you wish to attend the meeting please bring this form with you to assist registration.

Company Name Ltd

<Address 1>  
<Address 2>  
<Address 3>  
<Address 4>  
<Address 5>  
<Address 6>

<BARCODE>

## STEP 1 - Appointment of Proxy

I/We being a member/s of **Australian Small Scale Offerings Board Limited** and entitled to attend and vote hereby appoint

<input type="checkbox"/>	the Chairman of the Meeting (mark with an 'X')	OR	<input type="text"/>
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If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered Securityholder) you are appointing as your proxy.

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy at the **Annual General Meeting of Australian Small Scale Offerings Board Limited to be held at Suite 1401, Level 14, The Rocket, 203 Robina Town Centre Drive, Robina QLD 4230 on Tuesday the 20<sup>th</sup> of November 2012 at 2.00 pm AEST** (Brisbane Time) and at any adjournment of that meeting, to act 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.

<input type="checkbox"/>	If the Chairman of the Meeting is appointed as your proxy or may be appointed by default, and you do not wish to direct your proxy how to vote in respect of resolution 1, please mark this box. <i>By marking this box, you acknowledge that the Chairman of the Meeting may vote as your proxy even if he has an interest in the outcome of the resolution and votes cast by the Chairman of the Meeting for those resolutions, other than as proxy holder, will be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the Meeting will not cast your votes on the resolution and your votes will not be counted in calculating the required majority if a poll is called. By marking this box I/we acknowledge the Chairman of the Meeting can exercise my/our proxy even though he has an interest in the outcome of the resolution and unless a specific voting direction has been specified below, the Chairman of the Meeting is directed to vote in accordance with his voting intention as set out below.</i>
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*The Chair will vote all undirected proxies in favour of resolution 1*

## STEP 2 - Voting directions to your Proxy – please mark ☒ to indicate your directions

Ordinary Business		For	Against	Abstain*
Resolution 1	Adopt the Remuneration Report for the year ended 30 June 2012	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of Tony Puls as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In addition to the intentions advised above, the Chairman of the Meeting intends to vote undirected proxies in favour of each of the items of business.

\*If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

## STEP 3 - PLEASE SIGN HERE This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1	Securityholder 2	Securityholder 3
<input type="text"/>	<input type="text"/>	<input type="text"/>
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Contact Name .....

Contact Daytime Telephone ..... Date / / 2012