

ILLUMINATOR INVESTMENT COMPANY LIMITED

ABN 48 107 470 333

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the tenth Annual General Meeting of Illuminator Investment Company Limited will be held at 10 Murray Street, Hamilton, NSW 2303 on 23 November 2012 at 3:15 pm.

BUSINESS

1. Financial Statements and Reports

To consider the Directors' Report, Financial Statements and Independent Audit Report for the year ended 30 June 2012.

2. Adoption of Remuneration Report.

To adopt the Remuneration Report for the year ended 30 June 2012.

Note that the vote on this item is advisory only and does not bind the Directors of the Company.

3. Re-election of Director

Steven Pritchard retires by rotation in accordance with the provisions of the constitution and, being eligible, offers himself for re-election.

4. Issue of new shares

To consider and if thought fit, pass the following as an ordinary resolution of the Company.
"That the Company be authorised to issue up to 20,000,000 fully paid ordinary shares".

5. General Business

To transact any business which may be properly brought forward.

The Company has determined that, for the purpose of voting at the meeting, shares will be taken to be held by those persons recorded on the Company's register on 21 November 2012 at 3:15 pm.



Enzo Pirillo

Company Secretary

22 October 2012

EXPLANATORY NOTES – BUSINESS OF THE MEETING

1. Financial Statements and Reports

During this item there will be an opportunity for shareholders to ask questions and comment on the Directors' Report, Financial Statements and Independent Audit Report for the financial year ended 30 June 2012. No resolution is required to be passed on this matter.

2. Adoption of Remuneration Report

During this item there will be an opportunity for shareholders to comment on and ask questions about the Remuneration Report contained in the Company's Annual Report.

3. Re-election of Director

Steven Pritchard, Chairman of the Company.

Mr Pritchard was appointed a director on the incorporation of the Company in 2003. He is the Chairman of Cameron Capital Limited, Illuminator Investment Company Limited and NSX Limited. He is a director of Florin Mining Investment Company Limited and Winpar Holdings Limited.

4. Issue of Additional Shares

Listing Rule 6.25 requires the Company to obtain approval by ordinary shareholders before issuing equity securities where the issue would exceed 15% of the capital of the Company.

Resolution 4 authorises the directors to issue up to 20,000,000 ordinary shares and provides shareholder approval for the purposes of Listing Rule 6.25.

The Shares will be issued at the net tangible asset (NTA) After Tax value per share as announced at the next NTA Announcement Date after the application is received.

The number of Shares issued will be rounded up to the next whole Share.

Funds raised under the Prospectus will be used by the Company for further investment consistent with the Company's investment objectives and to pay the costs of the issue.

The Board of the Company believes that the following benefits will flow from this issue:

- a. Lower per share expenses. Most of the Company's expenses are fixed. Therefore an increase in the net tangible assets of the Company will reduce expenses on a per share basis.
- b. As the shares will be issued at the NTA within 7 days of the NTA announcement there will be negligible or no dilution of existing shareholders ownership in the Company.
- c. More meaningful stakes in investee companies can be established.
- d. There may be greater liquidity in the shares traded on the National Stock Exchange of Australia Limited. This may allow existing share holders to increase or decrease their holdings without materially affecting the share price during their transactions.

Notes relating to proxies

1. A member entitled to attend and vote at this meeting is entitled to appoint not more than two proxies (who need not be members of the Company) to attend and vote in the member's place. Where a member appoints more than one representative, proxy or attorney, the appointees are entitled to vote on a poll but not on a show of hands.
2. A member who appoints two proxies may specify a proportion or number of the member's votes which each proxy is appointed to exercise. A single proxy exercises all the members votes.
3. Proxy forms may be delivered in person, by mail or by facsimile to the Company's registered office. Proxy forms must be completed, signed and received no later than 48 hours before the meeting.
4. The Company's registered office details are as follows.

Illuminator Investment Company Limited
10 Murray Street,
HAMILTON NSW 2303

PO Box 413
HAMILTON NSW 2303

Telephone +61 2 4920 2877
Facsimile +61 2 4920 2878

ILLUMINATOR INVESTMENT COMPANY LIMITED

ABN 48 107 470 333

Registered Office: 10 Murray Street, Hamilton, NSW 2303

Telephone 02 4920 2877 Facsimile 02 4920 2878

PROXY FORM

I/We

of

being a member of Illuminator
Investment Company Limited
hereby appoint

of

or in his/her absence

of

or in his/her absence, the Chairman of the Meeting, as my/our general/special proxy to vote on my/our behalf at the Annual General Meeting of the company to be held 23 November 2012 or at any adjournment of that meeting.

Signature of shareholder

Date

Unless otherwise instructed the proxy will vote as he or she thinks fit, or abstain from voting. If the chairman is appointed proxy, he will vote all undirected proxies in favour of all resolutions. Should the member wish to direct the proxy how to vote, the following should be completed.

Agenda item		FOR	AGAINST	ABSTAIN
2.	Adoption of the Remuneration Report (non-binding resolution).	☐	☐	☐
3.	Re-election of Director – Steven Pritchard	☐	☐	☐
4.	Issue of additional shares	☐	☐	☐