

CENTURY  
AUSTRALIA  
INVESTMENTS LIMITED



10 October 2008

Dear Shareholder

I enclose a Notice for the 2008 Annual General Meeting of Century Australia Investments Limited (**the Company**) which is to be held in the **AGL Theatre, Museum of Sydney, Cnr Bridge and Phillip Street, Sydney** on **Tuesday 18<sup>th</sup> November 2008** at **2 pm**.

In addition to receiving the Company's Financial Report, shareholders will be asked to consider and vote on the remuneration report and the re-election of Stephen Menzies as a director.

Your Directors recommend that shareholders vote in favour of all the resolutions.

If any shareholders are unable to attend the Annual General Meeting, they are urged to complete the attached proxy form and return it by mail or facsimile. This should be received no later than **2pm on Friday 14<sup>th</sup> November 2008**.

The annual report of the Company is available for download from [www.centuryaustralia.com.au](http://www.centuryaustralia.com.au). A hard copy annual report has only been sent to those shareholders who have requested one.

Following completion of the Annual General Meeting's formal business, Mr. Peter Morgan the Investment Director of our Investment Manager, 452 Capital Pty Limited, will address shareholders and answer questions.

I look forward to welcoming you to the Company's 2008 Annual General Meeting.

Yours sincerely

Robert J Turner - Chairman



**CENTURY  
AUSTRALIA**  
INVESTMENTS LIMITED



**NOTICE OF ANNUAL GENERAL MEETING**

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Notice is given that the 2008 Annual General Meeting (**AGM**) of Century Australia Investments Limited (ABN 11 107 772 761) (**Century Australia or Company**) will be held in the **AGL Theatre, Museum of Sydney, Cnr Bridge and Phillip Street, Sydney** on **Tuesday 18<sup>th</sup> November 2008** at 2 pm.

**ORDINARY BUSINESS**

1. To discuss the Financial Report, Directors' Report and Auditor's Report for the year ended 30 June 2008.
  
2. Re-election of Director

In accordance with Century Australia's Constitution, consider and, if thought fit, pass the following as an ordinary resolution:

To re-elect Stephen Menzies as a Director of the Company, who retires in accordance with the Company's constitution and being eligible, offers himself for re-election.

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

In accordance with Section 250R of the Corporations Act, the Company adopts the Remuneration Report for the year ended 30 June 2008 in the form set out in the Directors Report.

Note: Pursuant to Section 250R(3) of the Corporations Act the vote on this resolution is advisory only and does not bind the directors or the Company.

## **PROXIES**

All members are entitled to appoint a proxy to attend and vote in their absence. Proxies do not need to be members of the Company and members may appoint not more than two proxies. If you intend to appoint a proxy (or proxies) you must complete and duly execute the proxy form attached to this Notice and lodge it with the Company by any of the following means 48 hours before the time for holding the AGM as set out above:

**Hand deliveries**      Registries Limited  
Level 7  
207 Kent Street  
Sydney NSW 2000

**Postal address:**      Registries Limited  
GPO Box 3993  
Sydney NSW 2001

**Fax number:**          (02) 9279 0664 – within Australia  
+612 9279 0664 – from overseas

## **ENTITLEMENT TO VOTE**

In accordance with Section 1074E(2)(g)(i) of the Corporations Act and Regulation 7.11.37 of the Corporations Regulations, the Company has determined that for the purposes of the AGM all Shares will be taken to be held by the persons who held them as registered Shareholders at 7pm on **Friday 14<sup>th</sup> November 2008**. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the AGM.

By order of the Board

**Peter Roberts**  
Company Secretary

10 October 2008

## **EXPLANATORY MEMORANDUM TO SHAREHOLDERS**

### **1. Annual Financial Statements:**

The Corporation Act requires:

- o The reports of the Directors and Auditors; and
- o The Financial Report, including the Financial Statement of Century Australia for the year ended 30 June 2008;

to be laid before the Annual General Meeting.

Neither the Corporations Act nor Century Australia's Constitution requires a vote of shareholders on the reports or statements other than the non-binding vote in respect of the Remuneration Report, forming part of the Directors' report (refer resolution 3). However, shareholders will be given a reasonable opportunity to raise questions or comments on the reports and statements at the meeting.

Further, a reasonable opportunity will be given to members at the meeting to ask the Company's Auditor questions relevant to the conduct of the audit and the preparation and content of the Auditor's Report.

### **2. Re-election of Director – ordinary resolution**

Pursuant to Rule 6.4 of the Company's Constitution Stephen Menzies is retiring by rotation and being eligible is standing for re-election at the Annual General Meeting.

Mr Menzies is a corporate lawyer with a broad policy and regulatory background. He specialises in securities issues, product development, funds management, corporate finance and new technologies. Stephen brings a wealth of experience in corporate structuring and corporate finance. During the past three years Mr Menzies has not served as a Director of any other ASX listed companies.

### **3. Remuneration Report of the Company**

The current policy in relation to the remuneration of directors is set out under the "Remuneration Report" heading in the Directors Report. Total remuneration is limited to \$200,000 in aggregate (inclusive of superannuation), to be divided amongst the Non-Executive Directors as they may determine.

# CENTURY AUSTRALIA INVESTMENTS LIMITED

ABN 11 107 772 761

## PROXY FORM Annual General Meeting

All correspondence to:  
Registries Limited  
GPO Box 3993  
Sydney NSW 2001  
Enquiries: 61 2 9290 9600  
Facsimile: 61 2 9279 0664  
www.registries.com.au  
registries@registries.com.au

Mark this box with an 'X' if you are Issuer Sponsored and want to make any changes to your address details (see reverse)

### Appointment of Proxy

If appointing a proxy to attend the Annual General Meeting on your behalf, please complete the form and submit it in accordance with the directions at the bottom of the page.

I/We being a shareholder/shareholders of Century Australia Investments Limited pursuant to my/our right to appoint not more than two proxies, appoint

The Chairman of the Meeting  
(mark with an "X")

OR

Write here the name of the person you are appointing if this person is **someone other than** the Chairman of the Meeting.

or failing him/her

Write here the name of the other person you are appointing.

or failing him/her, (or if the box is not ticked and no proxy is specified above), the Chairman of the meeting, as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting to be held on Tuesday, 18 November 2008 at 2:00pm and at any adjournment of that meeting.

This proxy is to be used in respect of \_\_\_\_\_ % of the ordinary shares I/we hold.

### Voting directions to your proxy – please mark to indicate your directions

RESOLUTION	For	Against	Abstain*
1. To re-elect Mr Stephen Menzies as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Remuneration Report of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* 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.

### PLEASE SIGN HERE

This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Executed in accordance with section 127 of the Corporations Act:

Individual or Shareholder 1

Joint Shareholder 2

Joint Shareholder 3

Sole Director & Sole Company Secretary

Director

Director / Company Secretary

Dated this

day of

2008

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_  
Contact Name

\_\_\_\_\_  
Contact Business Telephone / Mobile

## INSTRUCTIONS FOR COMPLETING PROXY FORM

1. Your pre-printed name and address is as it appears on the share register of Century Australia Investments Limited. If you are Issuer Sponsored and this information is incorrect, please mark the box at the top of the proxy form and make the correction on the form. Securityholders sponsored by a broker on the CHESSE subregister should advise their broker of any changes. Please note, you cannot change ownership of your securities using this form.
2. Completion of a proxy form will not prevent individual shareholders from attending the Annual General Meeting in person if they wish. Where a shareholder completes and lodges a valid proxy form and attends the Annual General Meeting in person, then the proxy's authority to speak and vote for that shareholder is suspended while the shareholder is present at the Annual General Meeting.
3. A shareholder of the Company entitled to attend and vote is entitled to appoint not more than two proxies. 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 appointments do not specify this proportion, each proxy may exercise half of the votes.
4. A proxy need not be a shareholder of the Company.
5. If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and that your shares are not to be counted in computing the required majority on a poll.
6. If a representative of a company shareholder is to attend the Meeting, a properly executed original (or certified copy) of the appropriate "Certificate of Appointment of Corporate Representative" should be produced for admission to the Meeting. Previously lodged "Certificates of Appointment of Corporate Representative" will be disregarded by the Company.
7. If a representative as Power of Attorney of a shareholder is to attend the meeting, a properly executed original (or originally certified copy) of an appropriate Power of Attorney should be produced for admission to the Annual General Meeting. Previously lodged Powers of Attorney will be disregarded by the Company.

### 8. Signing Instructions

You must sign this form as follows in the spaces provided:

- Individual:** Where the holding is in one name, the holder must sign.
- Joint Holding:** Where the holding is in more than one name, all of the shareholders should sign.
- Power of Attorney:** If you are signing under a Power of Attorney, you must lodge an original or certified photocopy of the appropriate Power of Attorney with your completed Proxy Form.
- Companies:** 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 can also sign alone.
- Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

### 9. Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at the address below not later than 2.00pm on Friday, 14 November 2008 (48 hours before the commencement of the meeting). Any Proxy Form received after that time will not be valid for the scheduled meeting.

#### Hand deliveries

**Registries Limited**  
**Level 7**  
**207 Kent Street**  
**Sydney NSW 2000**

Alternatively you can fax your proxy form so that it is received no later than 2.00pm on Friday, 14 November 2008 on the fax number listed below.

#### Postal address:

**Registries Limited**  
**GPO Box 3993**  
**Sydney NSW 2001**

#### Fax number:

**(02) 9279 0664**