

Notice of Annual General Meeting
Century Australia Investments Limited
(“Company”)
ABN 11 107 772 761

Notice is given that the first Annual General Meeting (**AGM**) of the Company will be held in the Auditorium at the Australian Stock Exchange, 18-20 Bridge Street, Sydney commencing on Thursday 28 October, 2004 at 10.00am.

ORDINARY BUSINESS

1. Financial Report, Directors’ and Audit Reports

To table, consider and discuss:

- a. the Financial Statements;
- b. the Directors’ Report; and
- c. the Auditors’ Report;

of the Company for the period ended 30 June 2004.

2. Ordinary Resolution

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

- a. Appointment of Director:

That Mr. James Green who retires as a Director of the Company at this Annual General Meeting in accordance with the Company’s constitution and, being eligible, offers himself for re-election, be re-elected as a Director of the Company.

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 2 28 Margaret Street Sydney NSW 2000
Postal address:	Registries Limited PO Box R67 Royal Exchange NSW 1223
Fax number:	(02) 9279 0664 – within Australia +612 9279 0664 – from overseas

By order of the Board

R O’Donnell
Company Secretary
Sydney
16 September 2004

EXPLANATORY MEMORANDUM TO SHAREHOLDERS

JAMES GREEN – Non-Executive Director

B.A, LLB, LLM London, FAICD

Jamie Green has over 22 years experience in commercial and corporate law both in private practice and commerce. He has studied and worked in both London and Belgium.

Prior to joining the corporate advisory firm of Beerworth & Partners Limited as Executive Director in 1995, he was a partner of the commercial and business division of a major national law firm.

He specialises in providing corporate and strategic advice to both private and public companies especially in relation to takeovers, mergers, acquisitions and divestments, venture capital, capital management, including debt and equity raisings, IPO's and MBO's.

He has been involved in a wide range of local and international transactions and acts as a Director of and Australian advisor to both domestic and multinational companies.

Jamie works in a wide variety of industry sectors including financial services, technology, transport, food, media, mining, and manufacturing.

He is President of the NSW Division of the Australian Institute of Company Directors, a Director of the Australian Institute of Company Directors and Chairman of its Audit Committee and a Director of Hayward Pool Products (Australia) Pty Ltd, a wholly owned subsidiary of the US Hayward Pool and Industrial Group.

PROXY FORM

CENTURY AUSTRALIA INVESTMENTS LIMITED

ABN 11 107 772 761

Annual General Meeting

Proxy Form

All correspondence to:

Registries Limited

P O Box R67

Royal Exchange, Sydney NSW 1223

Enquiries: 61 2 9290 9600

Facsimile: 61 2 9279 0664

www.registriesltd.com.au

registries@registriesltd.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 (**First Proxy**).

Write here the name of the other person you are appointing (if any) (**Second Proxy**).

or failing him/her, (or if 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 in the Auditorium at the Australian Stock Exchange, 18-20 Bridge Street, Sydney NSW 2000 on **Thursday, 28 October 2004 at 10am** and at any adjournment of that meeting.

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

Where I/we have appointed two proxies, the First Proxy is to be used in respect of _____ % of the ordinary shares I/we hold.

Where I/we have appointed two proxies, the Second 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. Re-election of Mr James Green as Director	<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.

Individual or Shareholder 1	Joint Shareholder 2	Joint Shareholder 3
<input type="text"/>	<input type="text"/>	<input type="text"/>
Director	Director / Company Secretary	Sole Director & Sole Company Secretary

Dated this _____ day of _____ 2004

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 (**Company**). 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 CHESS 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 appointment 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 shareholder is a company or body corporate and it appoints a representative 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(1) 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 10.00am on Tuesday, 26 October 2004 (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 2
28 Margaret Street
Sydney NSW 2000**

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Royal Exchange NSW 1223**

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