



# Bone Medical

ASX/MEDIA RELEASE

## Annual General Meeting - Notice of Meeting

**23 October 2007:** Bone Medical Limited (ASX:BNE) please find attached the Annual General Meeting Notice of Meeting. The meeting details of the Annual General Meeting are as follows:

**Date and time of meeting**

5pm (Perth time) on 27 November 2007

**Place of meeting**

Seminar Room 1  
Technology Park Function Centre  
2 Brodie Hall Drive  
Bentley WA 6102

- ENDS -

**Enquiries:**

Dr Roger New  
Chairman  
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Managing Director  
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Or visit: [www.bonemedical.com](http://www.bonemedical.com)

**About Bone Medical Limited**

Bone Medical Limited is an international biopharmaceutical development company positioned to exploit the growing market in the treatment of bone disease particularly in osteoporosis and arthritis. Bone has a portfolio of biopharmaceutical development projects for the treatment of bone disease including,

**Osteoporosis**

- Capsitonin™ oral calcitonin
- oral parathyroid hormone
- bone cell regulators BN005 & BN008

**Arthritis**

- TNF regulators BN006
- joint protection & collagen tolerance BN007

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**Bone Medical**

## **Bone Medical Limited**

ACN 009 109 755

### **Notice of Annual General Meeting**

#### **Date and time of meeting**

5pm (Perth time) on 27 November 2007

#### **Place of meeting**

Seminar Room 1  
Technology Park Function Centre  
2 Brodie Hall Drive  
Bentley WA 6102

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# Notice of Annual General Meeting

## Bone Medical Limited

ACN 009 109 755

Notice is hereby given that the annual general meeting (**AGM**) of Bone Medical Limited (the **Company**) will be held at:

Venue: Seminar Room 1  
Technology Park Function Centre  
2 Brodie Hall Drive  
Bentley WA 6102]

Date: 27 November 2007

Time: 5pm (Perth time)

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## Items of business

### 1. Financial and other reports

To receive and consider the Financial Statements of the Company for the period ended 30 June 2007, together with the Directors' Report and the Auditors' Report as set out in the Company's 2007 Annual Report.

### 2. Remuneration Report

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

'That the Remuneration Report for the period ended 30 June 2007 be adopted.'

### 3. Re-election of Dr R New

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

'That Dr R New, who retires by rotation in accordance with clause 21.3(2) of the Company's constitution and being eligible, is re-elected as a director of the Company.'

### 4. Election of Prof P Brooks

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

‘That Prof P Brooks, having been appointed since the last annual general meeting of the Company, retires in accordance with clause 21.3(1) of the Company’s constitution and being eligible, offers himself for election, be elected as a director of the Company.’

**5. Election of Mr L Jensen**

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

‘That Mr L Jensen, having been appointed since the last annual general meeting of the Company, retires in accordance with clause 21.3(1) of the Company’s constitution and being eligible, offers himself for election, be elected as a director of the Company.’

**6. Ratification of the issue of 5,412,591 Options**

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

‘That, pursuant to and in accordance with Listing Rule 7.4 of the Listing Rules of the Australian Stock Exchange Limited and for all other purposes, the Company approve and ratify the issue of 5,412,591 Options in the capital of the Company on 27 June 2007 at an issue price of \$0.01 each, as described in the Explanatory Notes to this Notice of Annual General Meeting.’

This resolution is subject to voting exclusions as set out in the Explanatory Notes to this Notice of Annual General Meeting.

**7. Adoption of new constitution**

To consider and, if thought fit, pass the following resolution as a special resolution:

‘That, pursuant to section 136 of the Corporations Act 2001, the constitution contained in the draft produced at this meeting and signed for identification by the Chairperson be approved and adopted as the constitution of the Company to replace the existing constitution of the Company.’

**8. Appointment of Auditor**

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

‘That, for the purposes of section 327B of the Corporations Act 2001 and for all other purposes, BDO Kendalls Audit & Assurance Pty Ltd A.B.N. 79 112 284 787, having been nominated by a shareholder and consented in writing to act in the capacity of an auditor, be appointed as auditor of the Company.’

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## Explanatory Notes

These Explanatory Notes contain background material to assist shareholders in relation to the items of business to be considered at the meeting and in deciding how to vote on the resolutions set out in this Notice of Annual General Meeting.

### **Item 1 Financial and other reports**

The Corporations Act 2001 requires the directors of the Company to lay before the AGM the Financial Statements, the Directors' Report and the Auditor's Report for the last financial year that ended before the AGM.

These reports are contained in the Company's Annual Report for the year ended 30 June 2007 which has been provided to all shareholders and is also available on the Company's website at [www.bone-ltd.com](http://www.bone-ltd.com).

Shareholders will be provided with a reasonable opportunity to ask questions or make statements in relation to these reports but no formal resolution to adopt the reports will be put to shareholders at the meeting.

### **Item 2 Remuneration Report**

A Remuneration Report is set out on pages 17 to 22 of the Company's Annual Report for the year ended 30 June 2007. This report sets out the Company's remuneration policy and reports on the remuneration arrangements in place for directors and key executives of the Company.

The Corporations Act 2001 requires that a resolution that the Remuneration Report be adopted be put to the vote at the Company's annual general meeting. The vote on this resolution is advisory only and does not bind the directors or the Company. However, the board of directors of the Company will take the outcome of the resolution into account when considering the Company's remuneration policy.

### **Item 3 Re-election Dr R New**

Clause 21.3 of the Company's constitution requires that at each annual general meeting of the Company, one third (or the number nearest to but not exceeding one third) of the directors and any director who has held office for 3 years or more must retire from office. A retiring director is eligible for re-election without the necessity of giving any previous notice of his or her intention to submit him or herself for re-election.

Dr R New, retires in accordance with the Company's Constitution, and being eligible, offers himself for re-election.

Dr New was appointed to the board on 2 June 2005. Dr New has 35 years experience in research and development in the field of drug delivery and is a world recognised expert in liposomes and author of seminal reference book "Liposomes – A Practical Approach" published by OUP. He was appointed to the Board on 2 June 2005. He is the Chief Scientific officer of the Company.

Dr New was the first to demonstrate efficacy of liposomal amphotericin and coordinated the first Phase I/II trials of liposomal doxorubicin. During his career he devised 3 new systems for oral delivery of insulin, giving first positive human results ever observed in Type I diabetics.

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Dr New is an honorary professor at several foreign academic institutions and honorary lecturer at Kings College, London. He has also been a member of UK Government Expert Missions to China, France and Brazil. He has many patent applications filed and granted in areas of pharmaceuticals, diagnostics and microbiology and he is the inventor of Mozaic, Axxess and Vaxcine technologies, for which patents are currently pending or granted.

Dr New (including companies and trusts associated with him) hold shares and options in the Company.

The board of directors, with the exception of Dr New, unanimously recommend that you vote in favour of Dr New's re-election.

#### **Items 4 and 5 Election of directors**

Clause 21.6 of the Company's constitution provides that the board may at any time appoint any person as a director (other than an alternate director) to fill a casual vacancy or as an addition to the board. Clause 21.3(1) of the Company's constitution provides that any director appointed to fill a casual vacancy must automatically retire at the next general meeting and is then eligible for re-election at that general meeting. Both Prof P Brooks and Mr L Jensen were appointed by the board since the date of the Company's last AGM.

#### **Prof P Brooks**

Prof P Brooks, retires in accordance with the Company's Constitution, and being eligible, offers himself for re-election.

Prof P Brooks was appointed to the board on 25 July 2007. Prof Brooks has been the Executive Dean for the Faculty of Health Sciences at The University of Queensland since 1998. Previous positions held include Foundation Professor of Rheumatology at the University of Sydney, Professor of Medicine at the University of New South Wales, Past President of the Australian Rheumatology Association, Vice Patron of the Arthritis Foundation in Queensland, Member of the International Committee for Bone & Joint Decade 2000 – 2010 and National Action Coordinator for Bone & Joint 2000 – 2010.

The board of directors, with the exception of Prof Brooks, unanimously recommend that you vote in favour of Prof Brooks' re-election.

#### **Mr L Jensen**

Mr L Jensen, retires in accordance with the Company's Constitution, and being eligible, offers himself for re-election.

Mr L Jensen was appointed to the board on 10 September 2007. Mr Jensen has more than 25 years of experience within the life science industry. He has been the CEO of two Biotech companies (Cureon and Glycom), on the Board of Directors in 6 Biotech companies (Genmab, Zealand Pharma, Cureon, Exiqon, Meditel and Promogenetics) and been the co-founder of 3 Biotech companies (NeuroSearch, Zealand Pharma and Cureon). He has previously held other positions such as director of Pharmacology at NeuroSearch, CEO of Danske Life Science and Vice President Portfolio Management at Microlytics, Inagen and Alcorlab. He has a M.Sc. in Biology from the University of Copenhagen. He is a co-

author of more than 35 peer-reviewed scientific papers and a co-inventor of 19 patent families.

The board of directors, with the exception of Mr Jensen, unanimously recommend that you vote in favour of Mr Jensen's re-election.

**Item 6 Ratification of the issue of 5,412,591 Options**

On 28 June 2007, the Company announced to the ASX the allotment and issue of 5,412,591 unlisted options at an issue price of \$0.01 (**Options**) to all optionholders who converted their \$0.40 options in accordance with the option terms prior to their expiry on 28 April 2007. The purpose of the option issue was to issue and replace options to optionholders that had converted their \$0.40 options expiring on 28 April 2007.

**Listing Rule 7.4**

Listing Rule 7.4 permits the ratification of previous issues of securities made without prior shareholder approval, provided the issue did not (at the time) breach the 15% threshold set by Listing Rule 7.1. The effect of such ratification is to restore a company's maximum discretionary power to issue further securities up to 15% of the issued capital of the company without requiring shareholder approval.

**Information for shareholders**

The following information is provided to shareholders for the purposes of Listing Rule 7.5:

1. the number of Options validly issued under Listing Rule 7.1 was 5,412,591;
2. the Options were issued for \$0.01 per option;
3. the terms of the Options are set out in Annexure A to this Notice of Notice of Annual General Meeting. Any shares issued upon exercise of the Options will rank equally with all existing fully paid ordinary shares in the Company;
4. the Options were issued to all optionholders who converted their \$0.40 options prior to their expiry on 28 April 2007; and
5. A total of \$54,125 was raised from the issue of the Options. Any funds raised upon exercise of the Options will be applied for working capital purposes of the Company.

**Voting exclusions**

The Company will disregard any votes cast:

- (a) by any person who participated in the issue of the Options; and
- (b) any person associated with those persons,

unless the vote is cast as a proxy for a person entitled to vote in accordance with a direction on the proxy form, or the vote is cast by a person chairing the meeting as proxy for the person who is entitled to vote in accordance with a direction on the proxy form to vote as the proxy decides.

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The directors recommend that shareholders vote in favour of Resolution 6 to restore the Company's maximum discretionary power to issue further securities up to 15% of the issued capital of the company without requiring shareholder approval.

**Item 7 Adoption of new constitution**

The existing constitution (**Old Constitution**) of the Company is dated 29 November 2001 and is in the Company's previous name of Aliquot Asset Management Limited.

The directors consider it appropriate to adopt a new constitution in the current name of the Company, which will also amend and update the Old Constitution in line with recent changes to the Corporations Law by replacing it with the draft signed for identification by the Chairperson and produced at this meeting (**New Constitution**).

The New Constitution is available on the Company's website at [www.bone-ltd.com](http://www.bone-ltd.com), on request by writing to the Company Secretary or may be inspected at the Company's registered office at Unit 2, 1 Sarich Way, Bentley WA 6102.

The directors recommend that shareholders vote in favour of Resolution 7 so that the Company's constitution reflects the current name of the Company and changes to the Corporations Act 2001 that have been made since the Old Constitution was adopted.

**Item 8 Appointment of BDO Kendalls as Auditors**

BDO, Chartered Accountants & Advisers (Perth), (**BDO**) recently merged with Horwath (WA) and the audit practice is now carried on through BDO Kendalls Audit & Assurance Pty Ltd A.B.N. 79 112 284 787 (**BDO Kendalls**).

BDO have given notice of their intention to resign as auditor of the Company (under section 329(5) of the Corporations Act 2001), this is subject to receipt of the consent of the Australian Securities & Investments Commission (**ASIC**) and shareholder approval of this resolution 9 for the re-appointment of BDO Kendalls as auditor.

Subject to ASIC consenting to the resignation of BDO and BDO submitting a resignation to the Company, it is proposed that the Company appoint BDO Kendalls as auditor of the Company.

In accordance with section 328(1) of the Corporations Act, the Company has sought and obtained a nomination from a shareholder for BDO Kendalls to be appointed as the Company's auditor. A copy of this nomination is attached to this explanatory statement as Annexure B.

BDO Kendalls has given written consent to act as the Company's auditor subject to shareholder approval of this resolution 9.

If the resolution proposed on item 8 is passed, the appointment of BDO Kendalls as the Company's auditor will take effect at the close of this AGM.

The directors unanimously recommend that shareholders vote in favour of the resolution proposed on item 8.

## **Voting**

### **Voting entitlements**

In accordance with the Corporations Act 2001, 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 5.00 pm (Perth time) on 25 November 2007. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

Voting exclusions apply to the resolutions set out in item of business 7 of this Notice of Annual General Meeting as set out under the heading "Voting exclusions" under the Explanatory Note relating to that item of business.

### **Voting in person**

A member that is an individual may attend and vote in person at the meeting. If you wish to attend the meeting, please bring the enclosed 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 member 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 2001. The appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the Company's share registry or at [www.securitytransfer.com.au](http://www.securitytransfer.com.au).

### **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 on the proxy forms. 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 that resolution

except in relation to any resolution where you have not marked the appropriate direction on the proxy form and the Chairman is excluded from voting because he has an interest in the outcome of the resolution, in which case the Chair will not cast your vote on that resolution.

### 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 <i>Corporations Act 2001</i> 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 an address given below no later than 48 hours before the commencement of the meeting, being 5.00 pm (Perth time) on 25 November 2007. Any proxy form received after that time will not be valid for the scheduled meeting.

In person	Security Transfer Registrars Pty Limited 770 Canning Highway Applecross WA 6153 Australia
By mail	Security Transfer Registrars Pty Limited PO Box 535 Applecross WA 6953 Australia
By fax	+61 (08) 9315 2233

## Questions from shareholders

### About the management of the Company and on the Remuneration Report

The Chairman of the meeting will allow a reasonable opportunity for members to ask questions or make comments on the management of the Company and on the Remuneration Report.

### About the Auditors' Report and conduct of the audit

BDO Kendalls Audit & Assurance (WA), as the auditor responsible for preparing the Auditors' Report for the period ended 30 June 2007 will attend the meeting. The Chairman of the meeting will allow a reasonable opportunity for the members as a whole to ask the auditor questions at the meeting about the conduct of the audit, the preparation and content of the auditors' report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

Shareholders may also submit written questions to BDO Kendalls Audit & Assurance (WA) to be answered at the meeting provided that the question is relevant to the content of the Auditors' Report or the conduct of the audit of the Company's financial statements for the period ended 30 June 2007.

Written questions of the auditor must be received no later than 5.00pm Perth time on 20 November 2007 and may be sent by the following methods:

In person	Security Transfer Registrars Pty Limited 770 Canning Highway Applecross WA 6153 Australia
By mail	Security Transfer Registrars Pty Limited PO Box 535 Applecross WA 6953 Australia
By fax	+61 (08) 9315 2233

A list of qualifying questions will be made available to shareholders attending the meeting.

### By Order of the Board

Mr Gabriel Chiappini  
Company Secretary  
Bone Medical Limited

## Annexure A

### Terms and Conditions of Options

- (a) The issue price of the Options is one cent each.
- (b) A certificate will be issued for the Options.
- (c) The Options expire at 5.00 pm WST on 27 June 2009 ("**Expiry Date**").
- (d) The Option is a right in favour of the option holder to subscribe for one fully paid share in the capital of the company ("**Share**").
- (e) The option holder may exercise Options any time prior to the Expiry Date.
- (f) Shares allotted to option holders on exercise of Options shall be issued at a price of 60 cents each ("**Exercise Price**").
- (g) The Exercise Price of Shares the subject of the Options shall be payable in full on exercise of the Options.
- (h) Options shall be exercisable by the delivery to the registered office of the Company of a notice in writing stating the intention of the option holder to:
  - (i) Exercise all or a specified number of Options; and
  - (ii) Pay the subscription monies in full for the exercise of each Option.

The notice must be accompanied by the option certificate and a cheque made payable to the Company for the subscription monies for the Shares. An exercise of only some Options shall not affect the rights of the option holder to the balance of the Options held by the option holder.

- (i) The Company shall allot the resultant Shares and deliver the holding statement within five Business Days of the exercise of the Options.
- (j) Subject to the Corporations Act 2001 and to any restrictions on transfer agreed between the Company and the option holder, the Options shall be freely transferable.
- (k) Shares allotted pursuant to an exercise of Options shall rank, from the date of allotment, equally with existing ordinary fully paid Shares of the Company in all respects.
- (l) The Company will, in accordance with the Listing Rules of the Australian Securities Exchange ("**Listing Rules**"), make application to have Shares allotted pursuant to an exercise of Options listed for official quotation.
- (m) In the event of any reorganisation of the issued capital of the Company (including consolidation, subdivisions, reduction or return), the rights of an option holder will be changed to the extent necessary to comply with the Listing Rules applying to a re-organisation of capital at the time of the re-organisation.

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- (n) The Options will not give any right to participate in dividends, bonus issues or entitlement issues until Shares are allotted pursuant to the exercise of the relevant Options.
- (o) In the event that a pro rata issue (except a bonus issue) is made to the holders of the underlying securities in the Company, the exercise price of the Options may be reduced according to the following formula:

$$O' = O - \frac{E[P - (S + D)]}{N + 1}$$

where:

O' = the new exercise price of the Option.

O = the old exercise price of the Option.

E = the number of underlying securities in the Company into which one Option is exercisable.

P = the average market price per security (weighted by reference to volume) of the underlying securities in the Company during the 5 trading days ending on the day before the ex rights date or ex entitlements date.

S = the subscription price for a security under the pro rata issue.

D = the dividend due but not yet paid on the existing underlying securities (except those to be issued under the pro rata issue).

N = the number of securities with rights or entitlements that must be held to receive a right to one new security in the Company.

## Annexure B

### **Nomination from a shareholder for the appointment of BDO Kendalls Audit & Assurance Pty Ltd A.B.N. 79 112 284 787 as auditor the subject of resolution 9**

12 October 2007

The Board of Directors  
Bone Medical Limited  
Suite 2, 1 Sarich Way  
Bentley WA 6102

Dear Sirs

#### **Nomination of BDO Kendalls Audit & Assurance (WA) Pty Ltd as auditor of Bone Medical Limited**

I Gabriel Chiappini being a shareholder of Bone Medical Limited, hereby nominate BDO Kendalls Audit & Assurance (WA) Pty Ltd of 128 Hay Street, Subiaco, Western Australia 6008 for appointment as auditor of Bone Medical Limited at its 2007 Annual General Meeting.

We consent to the distribution of a copy of this notice of nomination as an annexure to the Notice of Meeting and Explanatory Statement for the 2007 Annual General Meeting of Bone Medical Limited as required by section 328B (3) of the Corporations Act 2001.

Signed:

Gabriel Chiappini

# Proxy Form

## Bone Medical Limited

ACN 009 109 755

[insert shareholder name]  
[insert shareholder address]

### Appointment of Proxy

I/We being a shareholder/s of Bone Medical Limited are entitled to attend and vote hereby appoint

the chairman of the meeting (mark with an 'X') **OR**

Write the full name of the person or body corporate you are appointing if you are **not** appointing the chairman of the meeting to be your proxy.

or failing the individual or body corporate named, or if no person is named, the chairman of the meeting as my/our proxy to attend and vote in accordance with the directions on this form or, if no directions are made, as that person sees fit, at the general meeting of the Company to be held at [the Seminar Room, Technology Park Function Centre, 2 Brodie Hall Drive, Bentley WA 6102 at 5pm on 27 November 2007 and at any adjournment of that meeting.

#### Appointing chairman as your Proxy

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 that resolution.

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 as your proxy in respect of a resolution, please place a mark in this box.

By marking this box, you acknowledge that the chairman may exercise your proxy even if he has an interest in the outcome of the resolution/s and that votes cast by him other than as proxy holder will be disregarded because of that interest. If you do not mark the above box, and you have not directed your proxy how to vote, the chairman 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 on the resolution.

#### Appointing a second Proxy

If appointing a second proxy, state the percentage of your voting rights or the number of shares for this proxy form. \_\_\_\_\_ % / number of shares (delete as applicable)

Item of Business	For	Against	Abstain
1. Financial and other reports	No resolution on item 1 required		
2. Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Re-election of Dr R New	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Election of Prof B Brooks	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Election of Mr L Jensen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Ratification of the issue of 5,412,591 Options	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Adoption of new constitution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Appointment of Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**This proxy form must be signed in accordance with the instructions on the reverse of this form to be valid.**

Individual or 1<sup>st</sup> shareholder

Sole Director and Sole Company Secretary

\_\_\_\_\_  
**Contact name**

2<sup>nd</sup> shareholder

Director

\_\_\_\_\_  
**Contact daytime telephone**

3<sup>rd</sup> shareholder

Director/Company Secretary

\_\_\_\_\_/\_\_\_\_\_/2007  
**Date**

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# Instructions on how to complete this proxy form

## When to complete this form

You should complete this form if you do not wish to attend the meeting and you wish to appoint a proxy to attend and vote on your behalf. If you intend to attend the meeting, you do not need to complete this form. However, please bring this 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 chose 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 on the proxy forms. 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 that resolution.

## 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 <i>Corporations Act 2001</i> 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 an address given below no later than 48 hours before the commencement of the meeting at the Seminar Room, Technology Park Function Centre, 2 Brodie Hall Drive, Bentley WA 6102 on 25 November 2007. Any proxy form received after that time will not be valid for the scheduled meeting.

In person	Security Transfer Registrars Pty Limited 770 Canning Highway Applecross WA 6153 Australia
By mail	Security Transfer Registrars Pty Limited PO Box 535 Applecross WA 6953 Australia
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