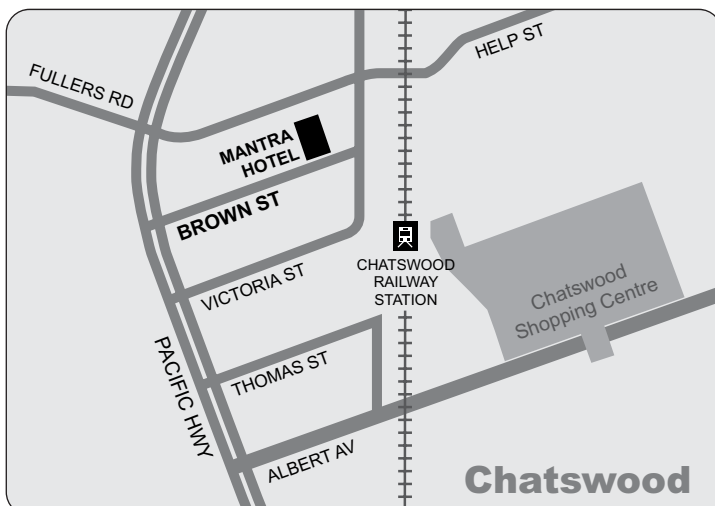


## 2009 NOTICE OF ANNUAL GENERAL MEETING



- Event:** PMP Limited  
2009 Annual General Meeting
- Place:** Mantra Chatswood  
10 Brown Street  
Chatswood NSW 2067
- When:** Tuesday 10 November 2009
- Time:** Commencing at 11:00am

# Notice is hereby given of the nineteenth Annual General Meeting of members of PMP Limited

PLEASE NOTE: In accordance with regulation 7.11.37 of the Corporations Regulations, all ordinary shares in the Company that are quoted securities as at 7.00pm Australian Eastern Standard Time on 8 November 2009 are taken, for the purposes of the meeting, to be held by the persons who held those shares at that time.

The 2009 PMP Limited Annual Report is also available on PMP's internet site: [www.pmplimited.com.au/annualreport2009](http://www.pmplimited.com.au/annualreport2009).

## Ordinary Business

### 1 Financial statements and reports

To receive and consider the financial statements, the Directors' Report and the Auditor's Report of PMP Limited ("PMP") for the financial year ended 30 June 2009.

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

### 2 To adopt the Remuneration Report

The remuneration report is set out on pages 34 to 46 of the 2009 PMP Annual Report. It is also available on PMP's internet site [www.pmplimited.com.au/annualreport2009](http://www.pmplimited.com.au/annualreport2009).

### 3 To elect Directors

- (a) That Mr Peter George, having been appointed as a Director on 20/07/2009 and standing for election in accordance with the Constitution, and being eligible, be elected as a Director.
- (b) That Matthew Bickford-Smith, having been appointed as a Director on 20/07/2009 and standing for election in accordance with the Constitution, and being eligible, be elected as a Director.

Under the PMP Constitution, one third of the Directors (excluding casual appointments) and any Director who was last elected at an annual general meeting three years ago, must retire. After 10 years as a director, Ms Marcia Griffin has advised the Board that she wishes to retire at this meeting and does not intend to stand for re-election.

### 4 Any other business

To transact any other business that lawfully may be brought forward.

By Order of the Board



Alistair Clarkson  
Company Secretary

14 September 2009

## Biographies

### **Peter George** B Com, LLB Executive Director

Date Appointed: 20/07/2009

Age 56

Mr George is an experienced executive and non-executive director with an extensive background in telecommunications, media and corporate finance including four years on the board of Australia's second largest telecommunications carrier, Optus Communications.

Mr George is currently also a Non-Executive Director of Asciano Limited.

He was also Executive Director, Strategy and Policy Development Cable and Wireless Optus Ltd from 1998 to 2001, Non-Executive Director of PMP Limited December 2002 to July 2009, Managing Director of B Digital January 2004 to November 2005 and the Executive Chairman of Nylex Limited January 2006 to November 2008.

### **Matthew Bickford-Smith**

Non-Executive Director


Date Appointed 20/07/2009


Age 49

Mr Bickford-Smith was CEO of Ridley Corporation Limited until Dec 2007. He was previously with the Man Group and was MD of the Australian operations. Before moving to Australia Mr Bickford-Smith was based in Hong Kong with responsibility for managing risk relating to the Man Group's sugar business within the region. He joined the Man Group in 1981 as Manager of business development for the sugar division where he gained experience assessing business opportunities in SE Asia, South America and Eastern Europe. Before moving to the Man Group he spent five years with Phibro the commodity trading arm of Salomon Brothers.

Mr Bickford-Smith is a Director of Eastern Agriculture Australia and The Julain Burton Burns Trust.

## Lodge your vote:

 **Online:**  
[www.investorvote.com.au](http://www.investorvote.com.au)

 **By Mail:**  
Computershare Investor Services Pty Limited  
GPO Box 242 Melbourne  
Victoria 3001 Australia

Alternatively you can fax your form to  
(within Australia) 1800 783 447  
(outside Australia) +61 3 9473 2555

**For all enquiries call:**  
(within Australia) 1300 556 161  
(outside Australia) +61 3 9415 4000

## Proxy Form



Vote online or view the annual report, 24 hours a day, 7 days a week:

[www.investorvote.com.au](http://www.investorvote.com.au)

- Cast your proxy vote
- Access the annual report
- Review and update your securityholding

Your secure access information is:



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.



**For your vote to be effective it must be received by 11.00am (AEST) Sunday 8 November 2009**

### How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

#### Appointment of Proxy

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

### Signing Instructions for Postal Forms

**Individual:** Where the holding is in one name, the securityholder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the securityholders should sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**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 sign in the appropriate place to indicate the office held.

### Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at [www.computershare.com](http://www.computershare.com).

**Comments & Questions:** If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

**GO ONLINE TO VOTE,  
or turn over to complete the form.**



NAME: .....  
 ADDRESS: .....  
 SRN/HIN NUMBER: .....

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

\*19999999999\*

I 9999999999

I ND

# Proxy Form

Please mark  to indicate your directions

## STEP 1 Appoint a Proxy to Vote on Your Behalf

X

XX

I/We being a member/s of PMP Limited hereby appoint

the Chairman of the meeting OR

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

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 to act generally at the meeting 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) at the Annual General Meeting of PMP Limited to be held at Mantra Chatswood, 10 Brown Street Chatswood NSW 2067 on Tuesday 10 November 2009 at 11.00am and at any adjournment of that meeting.

## STEP 2 Items of Business

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

### Ordinary Business

|      |  | For                      | Against                  | Abstain                  |
|------|--|--------------------------|--------------------------|--------------------------|
| 2    | To adopt the Remuneration Report                 | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3(a) | To elect Mr Peter George as a Director           | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3(b) | To elect Mr Matthew Bickford-Smith as a Director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

## SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date / /