

NOTICE OF ANNUAL GENERAL MEETING

4C Security Solutions Limited (FCS)

ABN 89 000 029 265

The FCS Annual General Meeting will be held at the Killara Inn Hotel & Conference Centre, 480 Pacific Highway, Killara, NSW 2071 on Wednesday 23 November, 2011 at 2:00pm (Sydney time).

Agenda

Ordinary Business

A. CEO's Report

B. Financial Statements and Reports

To receive and consider the Financial Statements, the Directors' Statement and the Reports of the Directors and the Auditor for the year ended 30 June, 2011.

Note: There is no requirement for shareholders to approve these reports

C. Remuneration Report

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

- ❑ That the Remuneration Report for the year ended 30 June, 2011 be adopted.

Note: This resolution is advisory only and does not bind the directors or the Company. A voting exclusion statement applies to this resolution. Please refer to Explanatory Notes of this Notice titled "Voting Exclusion Statement".

D. Re-election and Election of Directors

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

- ❑ That Mr Johan Landsberg a director retiring in accordance with Rule 10.3 of the Company's Constitution, and being eligible for re-election, is re-elected as a director of the Company.

E. Change of Company Name

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a special resolution:

- ❑ That, for the purpose of Section 157 (1) of the Corporations Act and for all other purposes, approval is given for the Company to change its name to MaxSec Group Limited.

F. Proposed issue of shares under private placement

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

- ❑ That for the purpose of ASX Listing Rule 7.1 and for all other purposes, shareholders approve the issue and allotment via a private placement of up to 35 million fully paid ordinary Shares in the Company at an issue price at least 2 cents each.

Note: A voting exclusion statement applies to this resolution. Please refer to Explanatory Notes of this Notice titled "Voting Exclusion Statement".

Other Ordinary Business

To deal with any other business that may be brought forward in accordance with the Company's Constitution and the Corporations Act.

Voting Entitlements

For the purpose of voting at the Annual General Meeting, shareholders are those persons who are the registered holders of Company shares in the Share Register at 7pm (Sydney Time) Monday 21 November, 2011

Proxies

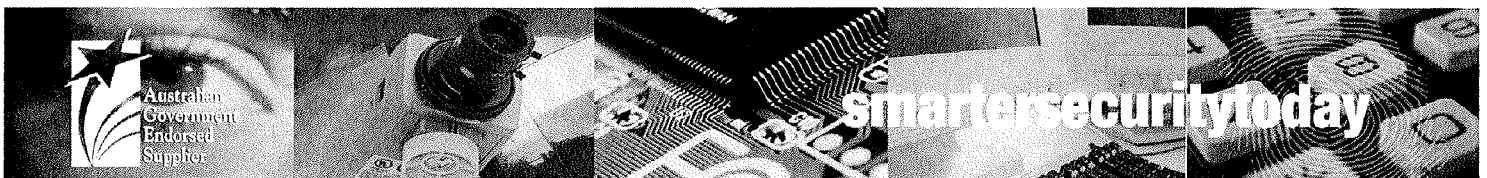
A shareholder has the right to appoint a proxy, who need not be a shareholder of the Company. If a shareholder is entitled to cast two or more votes, they may appoint two proxies and may specify the percentage of votes each proxy is appointed to exercise.

A Proxy Form accompanies this notice of meeting. The Proxy Form must be received at least 48 hours before the start of the meeting and may be:-

- ❑ delivered to Computershare, the share register of the Company, located at Level 5, 115 Grenfell Street Adelaide SA 5000, or;
- ❑ posted to Computershare at GPO Box 242 Melbourne VIC 3001, or;
- ❑ sent by facsimile to Computershare on 1800 783 447 (within Australia) or +61 3 9473 2555, or;
- ❑ delivered to the Company's registered office, located at Level 1, 82 Waterloo Road, North Ryde, NSW 2113, or;
- ❑ sent by facsimile to the Company on +61 2 8817 2811.

By order of the Board

Geoffrey J. Cleaves
Company Secretary



Explanatory Notes

Item A: CEO's Report

The CEO will address the meeting and discuss the performance and activities of the Company for the year ended 30 June, 2011. After the address, questions from shareholders will be welcome.

Item B: Financial Statements and Reports

The financial statements for the year ended 30 June, 2011 and the reports of the Directors and auditors will be laid before the meeting (as required by Section 317 of the Corporations Act). There is no requirement for a formal resolution on this item.

Item C: Remuneration Report

The Remuneration Report for the year ended 30 June, 2011 is set out in the Company's 2011 Annual Report. A copy of the 2011 Annual Report is available on the ASX website www.asx.com.au under company announcements for FCS.

A resolution that the Remuneration Report will be put to a vote as an ordinary resolution (as required by Section 250R of the Corporations Act). The vote on this item is advisory only and does not bind the directors or the Company, however the Company will take the vote into consideration when reviewing the remuneration practices and policies.

The Chairman will allow a reasonable opportunity for shareholders to comment on and ask questions about the Remuneration Report at the meeting.

Under the Corporations Act 2001, if 25% or more of votes that are cast are voted against the adoption of the Remuneration Report at two consecutive AGMs, shareholders will be required to vote at the second of those AGMs on a resolution (a "spill resolution") that another meeting be held within 90 days at which all of the Company's directors (other than the Managing Director) must go up for re-election. The Company encourages all shareholders to cast their votes in respect of Item C (Remuneration Report).

Item D: Re-election and Election of Directors

Under Listing Rule 14.4 and the Company's Constitution, a director must not hold office (without re-election) past the third Annual General Meeting following the director's appointment or three years whichever is longer, and a director appointed to the Board by the directors since the last Annual General Meeting must not hold office (without election by shareholders) past the next Annual General Meeting following the director's appointment.

Mr. Johan Landsberg was last elected at the 2010 Annual General Meeting, and will retire at the end of the meeting, and offer himself for re-election to the Board.

The re-election will be open for discussion as an item of business and voted on as an ordinary resolution.

The following director offers himself for re-election to the Board:

Mr Johan Landsberg

Mr. Landsberg was born in 1969 in South Africa. He served as an Officer in the South African Defence Force before starting his professional career in the services industry.

He holds qualifications in Business Management and Marketing as well as various safety and security related certifications.

Mr. Landsberg migrated to Australia in 1999. He joined the security industry as a senior executive in various capacities in the successful implementation of large technology deployments in Australia. He has broad experience in related areas including distribution, contract, and risk management.

Mr. Landsberg was previously a senior executive of 4C Security Solutions Limited and returns with both a good understanding of the Company's history and a wealth of experience gained in the industry.

Mr. Landsberg is currently contracted as a consultant to the public sector providing commercial and technical guidance on the deployment of technologies in large scale implementations.

The Board (excluding Mr. Landsberg) recommends the election of Mr. Landsberg as a director of the Company.

Item E: Change of Name

The special resolution seeks a change of name for the Company to MaxSec Group Limited.

The Board proposes this change of name on the basis that it more accurately reflects the current focus of the Company.

MaxSec – the name, the look, the image portrays:

- ✘ Strength,
- ✘ Expertise to provide Maximum Security,
- ✘ Leading edge Technology,
- ✘ Continual Innovation,
- ✘ Professional and Corporate,
- ✘ Contemporary and Modern.

The Directors unanimously recommend that Shareholders vote in favour of the special resolution.

Item F: Proposed issue of shares under private placement

The Company is seeking Shareholder approval under ASX Listing Rule 7.1 to issue and allot up to a further thirty five (35) million Shares at an issue price of not less than two (2) cents per Share within three (3) months of the AGM under the Private Placement.

Approval under the ASX Listing Rules

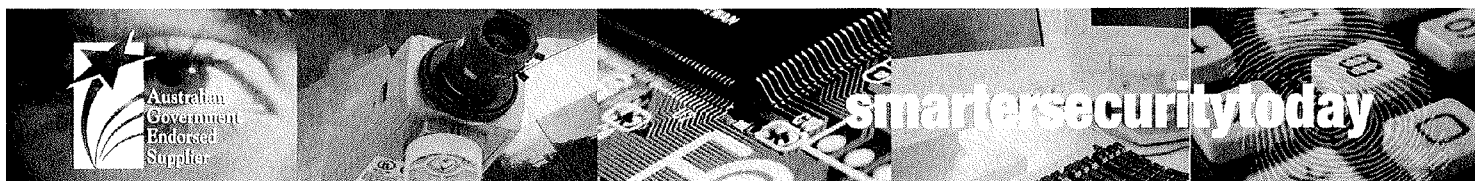
ASX Listing Rule 7.1

ASX Listing Rule 7.1 provides that a listed company may not issue securities in any 12 month period where the total number of securities to be issued exceeds 15% of the number of fully paid ordinary securities on issue 12 months before the date of issue, except with the prior approval of members of the company in general meeting of the terms and conditions of the proposed issue.

Resolution F of the Notice of Meeting includes provision for Shareholders to approve the issue of Shares under the terms of the Private Placement, pursuant to ASX Listing Rule 7.1.

For the purposes of requirement for approval under ASX Listing Rule 7.1, the following additional information is provided:

- (a) the maximum number of securities to be issued is thirty five (35) million Shares;
- (b) the Shares, the subject of this resolution, will be issued and allotted within three (3) months of the AGM;
- (c) the Shares will be issued for no less than two (2) cents each;
- (d) the Shares issued under the Private Placement will be allotted to sophisticated and professional investors, at the discretion of the Company, taking into account the provisions of the ASX Listing Rules and the Corporations Act. The allottees will not be related parties of the Company;
- (e) the Shares will be fully paid ordinary shares and will rank pari passu with existing ordinary shares and have identical rights;
- (f) the Company will apply for the Shares to be quoted on ASX;
- (g) the funds raised under the Private Placement will be used to provide short term working capital assistance to strengthen the financial position of FCS's current operating business and to give the Company additional capital flexibility, including for the potential repayment of Company debt; and



- (h) a voting exclusion statement is included in Section 2 of the Notice of Meeting.

The Directors unanimously recommend that Shareholders vote in favour of the ordinary resolution. In making their recommendation, the Directors advise Shareholders to read these Explanatory Notes in their entirety.

Voting Exclusion Statement

4C Security Solutions Limited shall disregard any votes cast in respect of Item C by key management personnel or their closely related parties (or any person voting on their behalf).

However, the Company will not disregard a vote on Item C if:

- ✘ it is cast by a person as proxy for a member who is entitled to vote, in accordance with the directions on the proxy form; or
- ✘ it is cast by the Chairman of the meeting as proxy for a member who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Voting Exclusion Statement in accordance with listing rule 7.3.8 for resolution Item F

The entity will disregard any votes cast on a resolution by:

- ✘ A person who may participate in the proposed issue and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, if the resolution is passed; and
- ✘ an associate of that person (or those persons).

However, the entity need not disregard a vote if:

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

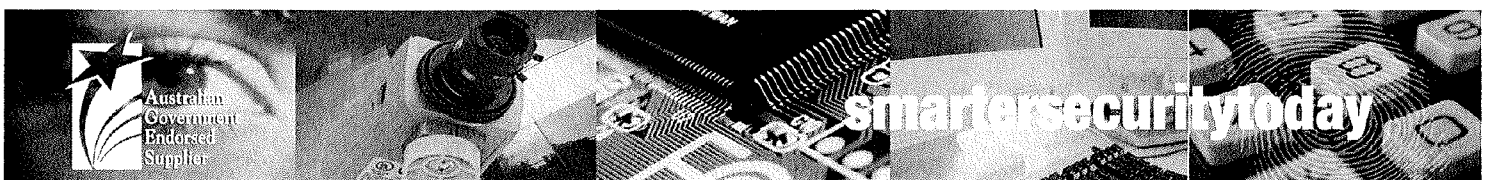
Undirected Proxies

If you complete a proxy form that authorises the chairperson of the meeting to vote on your behalf as proxy holder, and you do not mark any of the boxes so as to give him directions about how your vote should be cast, then your proxy will automatically become a directed proxy in favour of the resolution to adopt the Remuneration Report, and the chairperson will vote accordingly.

If you wish to appoint the chairperson as your proxy holder but you do not want to put him in the position to cast your votes in favour of the Remuneration Report, you should complete the appropriate box on the proxy form, directing him to vote against or abstain from voting on this resolution.

Glossary

- ✘ Company means 4C Security Solutions Limited,
- ✘ Computershare means Computershare Investor Services Pty. Limited which manages the Company's Share Registry,
- ✘ Corporations Act means the Corporation Act 2001 (Commonwealth),
- ✘ Key Management Personnel of 4C Security Solutions Limited are the directors of FCS and other persons having authority and responsibility for planning, directing and controlling the activities of FCS, directly or indirectly and whose remuneration is included in the Remuneration Report. The Remuneration Report identifies FCS's key management personnel for the financial year to 30 June, 2011. Their closely related parties are defined in the Corporations Act 2001, and include certain of their family members, dependants and companies they control,
- ✘ Share(s) means ordinary shares in the share capital of the Company,
- ✘ Remuneration Report means the Remuneration Report which forms part of the Directors' Report of the Company for the year ended 30 June, 2011 as set out in the Company's 2011 Annual Report.



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Lodge your vote:



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 Intermediary Online subscribers only
(custodians) www.intermediaryonline.com

For all enquiries call:

(within Australia) 1300 556 161
(outside Australia) +61 3 9415 4000



Proxy Form

For your vote to be effective it must be received by 2:00pm (Sydney time) Monday 21 November 2011

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

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. Delete titles as applicable.

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.investorcentre.com under the information tab, "Downloadable Forms".

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.

Turn over to complete the form →



View your securityholder information, 24 hours a day, 7 days a week:

www.investorcentre.com

Review your securityholding

Update your securityholding

Your secure access information is:



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

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.

Proxy Form

Please mark to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of 4C Security Solutions 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 4C Security Solutions Limited to be held at Killara Inn Hotel & Conference Centre, 480 Pacific Highway, Killara, NSW, 2071 on Wednesday 23 November 2011 at 2:00pm (Sydney time) and at any adjournment of that meeting. **Important for Item C** - If the Chairman of the Meeting is your proxy or is appointed as your proxy by default and you do not mark any of the boxes in step 2 below on **Item C** you are directing the Chairman of the Meeting to vote in accordance with the Chairman's voting intentions as set out below and in the Notice of Meeting even though **Item C** is connected directly or indirectly with the remuneration of a member of key management personnel. Please note you can direct the Chairman of the Meeting to vote for, against or abstain from voting on **Item C** by marking the appropriate box in step 2 below.

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

- Item C Adoption of Remuneration Report
- Item D Re-election of Mr Johan Landsberg as a Director
- Item E Change of Company Name
- Item F Proposed issue of shares under private placement

	For	Against	Abstain
Item C	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item D	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item E	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item F	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote all available 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 / /
