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Sydney NSW 2000 Australia
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www.saiglobal.com
ABN 67 050 611 642

21 September 2012

ASX Markets Announcements
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Shareholder,

SAI Global Limited (SAI): Notice of 2012 Annual General Meeting

Please find attached the Notice of Annual General Meeting for SAI Global Limited (SAI) to be convened on **Tuesday 30th October 2012**, commencing at **10:00 am** at the Company's premises at 286 Sussex Street, Sydney, NSW 2000.

If you are attending, kindly bring the attached Proxy Form with you as this will assist with your registration. If you cannot attend, you are encouraged to complete and lodge the Proxy Form as directed.

Details of SAI Directors who are retiring either by rotation or following their appointments during the year, and are now offering themselves for re-election or election (as the case may be), are set out in the Explanatory Statements and other relevant information is **enclosed**.

Those shareholders who have elected not to receive a hard copy of the Annual Report may access it through the Company's Investor Centre at www.saiglobal.com/InvestorCentre.

We look forward to your participation at the meeting.

Yours sincerely

A handwritten signature in black ink, appearing to read "Hanna Mylly".

Company Secretary



SAI GLOBAL LIMITED
ABN 67 050 611 642

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of SAI Global Limited ("the Company" or "SAI") will be held at 286 Sussex Street, Sydney NSW 2000, on Tuesday 30th October 2012 at 10:00 am to conduct the following business:

BUSINESS

SAI's Financial Statements and Reports

1. To receive and consider the Financial Report, Directors' Report and Independent Auditor's Report for SAI and its controlled entities for the year ended 30 June 2012.

Resolution 1: Remuneration Report

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

That the Company's Remuneration Report for the financial year ended 30 June 2012 (set out in the Directors' Report) is adopted.

Resolution 2: Re-election of Non-Executive Director: Ms Anna Buduls

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

That Ms Anna Buduls who retires by rotation in accordance with the Company's Constitution and offers herself for re-election, is re-elected as a non-executive director of SAI.

Resolution 3: Re-election of Non-Executive Director: Mr W Peter Day

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

That Mr W Peter Day who retires by rotation in accordance with the Company's Constitution and offers himself for re-election, is re-elected as a non-executive director of SAI.

Resolution 4: Election of Non-Executive Director: Mr Robert Aitken

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

That Mr Aitken, who was appointed by the Board as a director during the year, and retires in accordance with the Company's Constitution and offers himself for election, is elected as a non-executive director of SAI.

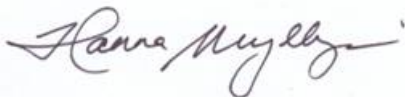
Resolution 5: Approval of issue of Performance Share Rights and Options to Anthony Scotton, Chief Executive Officer

6. With reference to the Company's Executive Incentive Plan approved by shareholders at the Annual General Meeting in 2011 ("the Plan") and the matters set out in the Explanatory Statement, to consider and, if thought fit, to pass the following ordinary resolution:

That the grant of performance share rights and options to acquire shares in SAI to Mr Anthony Scotton, under the Plan as described in the Explanatory Statement, is approved for all purposes including for the purpose of Listing Rule 10.14 and section 260C(4) of the Corporations Act.

Other business

By order of the Board

A handwritten signature in cursive script, appearing to read 'Hanna Mylly', written in black ink on a light-colored background.

Company Secretary
21 September 2012.

VOTING EXCLUSION STATEMENTS

- (a) A vote on **Resolution 1** (Remuneration Report) must not be cast, and the Company will disregard any votes cast, (in any capacity) by or on behalf of the following persons:
- members of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
 - a Closely Related Party of such a member.

However, a person described above may cast a vote on this Resolution, and the Company need not disregard the vote, if the vote is cast on behalf of a person entitled to vote and:

- the person does so as a proxy appointed by writing which specifies how the proxy is to vote upon that Resolution; or
- it is cast by the person chairing the meeting, and;
 1. the proxy appointment does not specify how the proxy is to vote; and,
 2. the appointment expressly authorises the chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

For the purposes of such voting exclusions under the *Corporations Act*:

- Key Management Personnel has the same meaning as in the *Corporations Act*, and generally means the Directors and any other senior executives of the Company; and
- Closely Related Parties has the same meaning as in the *Corporations Act*, and generally includes certain family members and dependents of, and companies controlled by, Key Management Personnel.

- (b) In accordance with ASX Listing Rule 14.11, the Company will disregard any votes cast on **Resolution 5** (Approval of issue of performance share rights to Mr Anthony Scotton, Chief Executive Officer) by the Directors of the Company (except any Director who is ineligible to participate in any employee incentive scheme of the Company) and any of their associates. However, the Company will 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 a proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

Further, the *Corporations Act* requires that if any Key Management Personnel or their Closely Related Parties are appointed as proxy in respect of a resolution connected directly or indirectly with the remuneration of a member of Key Management Personnel (such as Resolution 5) they must not vote that proxy, unless:

- it is cast 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, and;
 1. the proxy appointment does not specify how the proxy is to vote; and,

2. the appointment expressly authorises the chair to exercise the proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.

PROXIES AND VOTING

A Proxy Form including instructions on how to appoint a proxy and how to complete and lodge the Proxy form **is enclosed**.

SAI has determined in accordance with regulation 7.11.37 of the *Corporations Regulations* that for the purpose of voting at the general meeting, shares will be taken to be held by those who hold them at 7:00 pm (Sydney) on 28 October 2012.

A member entitled to attend and vote is entitled to appoint a proxy. A member entitled to cast two or more votes may appoint two proxies. Where two proxies are appointed, each proxy may be appointed to represent a specific proportion of the member's voting rights and an additional form of proxy is available on request from SAI. A proxy need not be a member of SAI.

The form of proxy must be signed by the member or an attorney authorised by the member. Forms of proxies given by corporations must be signed in accordance with their constituent documents or as authorised by the *Corporations Act*.

If the form of proxy is executed under a power of attorney then the original or a certified copy of the instrument appointing the attorney must accompany the form of proxy unless it has already been noted by SAI.

The Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by 10:00 am Sunday 28th October 2012, being no later than 48 hours before the commencement of the General Meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy Forms may be lodged using the Reply Paid envelope or by:

- Electronic lodgement online at Link Market Services' website www.linkmarketservices.com.au in accordance with the instructions provided on the website. You will need your Security Reference Number (SRN) or Holder Identification Number (HIN) to lodge your proxy online (located under the barcode on your Proxy Form).
- Posting, delivery or facsimile to the Company's registry as follows:

SAI Global Limited
c/- Link Market Services Limited
Locked Bag A14
SYDNEY SOUTH NSW 1235
- Facsimile: In Australia (02) 9287 0309
From outside Australia +61 2 9287 0309
- Delivery to: Level 12, 680 George Street
SYDNEY NSW 2000

Appointment of the Chairman or other Key Management Personnel as your proxy

Due to the voting exclusions and requirements referred to above, if you intend to appoint the Chairman, any other Director or Key Management Personnel or their Closely Related

Parties or associates as your proxy, you are encouraged to direct your proxy on how to vote on Resolutions 1 and 5 by marking either "For", "Against" or "Abstain" on the proxy form for the relevant item of business.

The Chairman's stated voting intention is to vote, to the extent permitted by the law, any undirected proxies in favour of all proposed Resolutions including Resolution 1 (Remuneration Report) and Resolution 5 (Approval of issue of performance share rights to Mr Anthony Scotton, Chief Executive Officer).

Further you should note that:

- if you execute a proxy form and do not nominate a person to act as your proxy, the Chairman will be appointed as your proxy by default;
- if you appoint the Chairman as your proxy or the Chairman is appointed as your proxy by default, and the proxy form does not specify whether to vote "For", "Against" or "Abstain", you will be taken to authorise the Chairman to exercise the proxy even if the relevant Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel or the Chairman has an interest in the outcome of the relevant Resolution.

Shareholders always have the ability to appoint the Chairman as their proxy to cast the votes contrary to the Chairman's stated voting intention or to abstain from voting on a Resolution.

If you appoint someone other than the Chairman as your proxy who is another Director or member of Key Management Personnel or their Closely Related Parties or associates and do not direct them how to vote on a Resolution which is subject to a voting exclusion on voting undirected proxies, then your proxy will not be voted on that Resolution.

WEBCAST AND YOUR PRIVACY

Attendees at the meeting will be video recorded and the tapes may be viewed at the discretion of SAI for security purposes. A live audio webcast of the meeting will be available on the Company's website at www.saiglobal.com/our-company/investor-relations/webcasts.htm.

EXPLANATORY STATEMENTS

1. SAI's Financial and Other Reports and Shareholder Questions

The Financial Report, Directors' Report and Independent Auditor's Report for SAI for the year ended 30 June 2012 will be presented to the meeting. There is no requirement for shareholders to approve those reports. However, the Chairman will allow a reasonable opportunity for shareholders to ask questions or make comments about those reports and the management of SAI. Shareholders will also be given a reasonable opportunity to ask questions about the conduct of the audit and the preparation and content of the Independent Auditor's Report.

You may also submit questions online at www.linkmarketserivces.com.au. To lodge your question you will need to login to the Link website using the holding details as shown on your proxy form. Select "Voting" and follow the prompts to lodge your questions.

2. Resolution 1: Remuneration Report

The Remuneration Report of the Company for the financial year ended 30 June 2012 is set out in the Directors' Report in the Annual Report to Shareholders 2011/2012 ("Remuneration Report") and is also available on SAI's website at <http://www.saiglobal.com/InvestorCentre/Resultsandfinancials/>.

The Remuneration Report sets out, as at 30 June 2012, SAI's remuneration arrangements for the Non-Executive Directors, the Chief Executive Officer and other Key Management Personnel as prescribed by the *Corporations Act* and Australian Accounting Standard 124.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting. In addition, the *Corporations Act* requires that Resolution 1, for the adoption of the Remuneration Report, be put to a vote. The vote on this resolution is advisory only and does not bind the Company or its Directors. However the Board will consider the outcome of the vote and comments made by shareholders on the Remuneration Report at the meeting when reviewing the Company's remuneration policies and practices.

Board Recommendation:

The Board recommends approval of the Remuneration Report.

3. Resolution 2: Re-election of Director: Ms Anna Buduls (Non-Executive Director)

The Company's Constitution requires that one-third of directors retire by rotation at each Annual General Meeting. By lots drawn to establish this rotation, Ms Buduls retires and offers herself for re-election.

Information about Ms Buduls is set out on pages 30-31 of the Company's Annual Report.

The Board looks forward to continuing to work with Anna Buduls for a further term and has resolved to endorse her re-election to the Board at the 2012 Annual General Meeting.

Independence

An analysis of Ms Buduls' independence status is discussed in the Corporate Governance Statement in the Annual Report to Shareholders 2011/2012.

Board Recommendation:

The Directors unanimously support the re-election of Ms Anna Buduls as Non-Executive Director of the Company (with Ms Buduls abstaining).

4. Resolution 3: Re-election of Director: Mr W Peter Day (Non-Executive Director)

The Company's Constitution requires that one-third of directors retire by rotation at each Annual General Meeting. By lots drawn to establish this rotation, Mr W Peter Day, also retires and offers himself for re-election.

Information about Mr Day is set out on page 31 of the Company's Annual Report.

The Board looks forward to continuing to work with Peter Day for a further term and has resolved to endorse his re-election to the Board at the 2012 Annual General Meeting.

Independence

An analysis of Mr Day's independence status is discussed in the Corporate Governance Statement in the Annual Report to Shareholders 2011/2012.

Board Recommendation:

The Directors unanimously support the re-election of Mr Day as Non-Executive Director of the Company (with Mr Day abstaining).

5. Resolution 4: Election of Non-Executive Director: Mr Robert Aitken

The Company's Constitution allows the Board to appoint a person to be a director as an addition to the existing directors or to fill a casual vacancy. The Constitution requires that a director so appointed (other than the managing director) must retire from office at the next AGM following his or her appointment.

The Board appointed Mr Robert Aitken to the position of Non-Executive Director of the Company on 18 September 2012 and in accordance with the Company's Constitution, Mr Aitken retires from office and offers himself for election.

Robert (Rob) M. Aitken BE (Chem) (Hons), MBA, FAICD

Mr Aitken joined the SAI Board on 19 September 2012. He is also Chairman and non-executive director of Nuplex Industries Limited and a Non-Executive Director of Rubicor Group Limited. Up until 18 September 2012 Mr Aitken was a Non-Executive Director of Alesco Corporation Limited and he was also formerly a non-executive

director of a number of private equity funded investments and the YMCA Sydney. Mr Aitken has over 25 years' experience in senior international management roles with manufacturing, industrial marketing and distribution businesses for Southcorp Limited, BTR Plc and CSR Limited. This included roles as Executive General Manager Southcorp Water Heaters, Southcorp Appliances and President Formica Corporation.

Independence

Mr Aitken's independence status is consistent with the statement of independence concerning other Non-Executive Directors as set out in the Corporate Governance Statement in the Annual Report to Shareholders 2011/2012.

Board Recommendation:

The Directors unanimously support the election of Mr Aitken as a Non-Executive Director of the Company (with Mr Aitken abstaining).

6. Resolution 5: Approval of issue of Performance Share Rights to Mr Anthony Scotton, Executive Director and Chief Executive Officer.

Resolution 5 seeks shareholder approval for the issue of performance share rights ("PSRs") under the Revised Executive Incentive Plan (as approved by Shareholders at the 2011 AGM) ("the Plan") to Mr Scotton. This shareholder approval is required under Listing Rule 10.14 which permits a director to acquire securities that are issued under an employee incentive scheme.

The Board wishes to align Mr Scotton's future equity based incentive arrangements with any other executives who may receive benefits under the Plan as well as ensure that an appropriate long-term remuneration incentive (with an adequate retentive mechanism) is in place for Mr Scotton as the Chief Executive Officer of the Company.

It is proposed to offer Anthony Scotton participation in the Plan, to a face value of \$585,000 for nil consideration.

Under the Revised Plan, Mr Scotton may elect to receive Incentives either 100% as Performance Share Rights (PSRs) or 2/3 as PSRs and 1/3 as Options or 1/3 as PSRs and 2/3 as Options. Mr Scotton has elected to receive 100% as PSRs. The PSRs issued to Mr Scotton under the Revised Plan will be issued by 12th November 2012 and in any case no later than 12 months after the meeting.

The passing of this resolution will provide approval for the giving of financial assistance to the acquisition of Shares on the conversion of PSRs and/or Options pursuant section 260C(4) of the Corporations Act.

Offer date:

31st October 2012

Formula for determining number of PSRs:

This will be determined by dividing the dollar value of Incentives to be issued as PSRs by the volume weighted average price ("VWAP") of all SAI shares traded on the ASX during the 5 trading days immediately preceding the offer date.

Vesting period:

Subject to the achievement of the Performance Criteria, outlined below, one-third of the PSRs will vest on 1 July 2015, the second third on 1 July 2016 and the final third on 1 July 2017. Should all, or a proportion of PSRs eligible to vest on a vesting date, remain unvested as a result of the Performance Criteria not being met, they will be carried forward to the next potential vesting date, and vest on that date, if the performance criteria have been achieved as of that date. Any PSRs that remain unvested on the 12th November 2017, will lapse.

Performance criteria:

For the purpose of applying Performance Criteria, the grant of PSRs will be divided into two equal parts. One-half will be subject to Total Shareholder Return (TSR) Performance criterion and the other one-half to Earnings per Share (EPS) criterion.

The TSR performance criteria:

On each of the vesting dates detailed above, the TSR of ordinary shares in SAI Global Limited over the period between 1 July 2012 and the relevant vesting date, will be calculated.

If this TSR is less than the 50th percentile of TSR of shares listed in the S&P/ASX 200 Index, over the same period, none of the PSRs eligible to vest, will vest. If the TSR is equal to the 50th percentile of the S&P/ASX 200, 50% of the PSRs eligible to vest, will vest.

If the TSR is equal to or greater than the 75th percentile of the S&P/ASX200, all of the PSRs eligible to vest, will vest.

For TSR outcomes between the 50th and 75th percentile, PSRs eligible to vest, will vest proportionately on a pro rata basis for each percentile the TSR of ordinary shares in the Company exceeds the 50th percentile of the S&P/ASX 200.

The EPS performance criteria:

On each of the vesting dates detailed above, the compound EPS growth of ordinary shares in the Company over the period between 1 July 2012 and the relevant vesting date will be calculated.

If the compound EPS growth achieved over the period is less than 8% per annum, none of the PSRs eligible to vest, will vest.

If the compound EPS growth is equal to 8%, 30% of the PSRs eligible to vest will vest.

If the compound EPS growth is equal to or greater than 15% per annum, all the PSRs eligible to vest, will vest.

For compound EPS growth outcomes between 8% and 15% per annum, 5% of PSRs eligible to vest, will vest, for each half percent of EPS compound growth above 8% per annum.

Should Mr Scotton cease to be employed by the Company before any or a proportion of the PSRs proposed to be issued vest, the unvested PSRs will be treated in accordance with the terms and conditions of the Plan, as they relate to Termination of Employment.

Further Information

For the purposes of Listing Rule 10.15, the following information is given:

- (a) no securities, other than those approved by shareholders at the 2006, 2007, 2008, 2009, 2010 and 2011 Annual General Meetings, have been issued under the Plan to parties to whom Listing Rule 10.14 applies (being Mr Scotton), and his awards were as follows:

Issue Date	Number of PSRs	Number of Options
4 th November 2011	108,280	Nil
5 th November 2010	98,864	Nil
6 th November 2009	72,711	115,087
7 th November 2008	96,386	136,317
9 th November 2007	70,903	100,952
3 rd November 2006	53,181	79,772
Total	392,045	432,128

These PSRs and Options may vest subject to the achievement of performance hurdles. There was no acquisition price for these securities; the quantum of the PSR awards were determined by dividing a face value by a VWAP of all SAI shares traded on the ASX over a pre-determined 5 day period and the quantum of the Option awards were determined by dividing a face value by a Black Scholes valuation of an Option over an ordinary share in the Company, the price of which was established using the VWAP methodology applied to PSRs;

- (b) the number of PSRs to be issued to Mr Scotton will be determined by dividing \$585,000 by the VWAP for the 5 day period up to 31 October 2012, so it is not possible to now specify the maximum number of PSRs to be issued. However, the Board has determined that, whatever the VWAP, the maximum number of PSRs that could be issued to Mr Scotton is 160,000;
- (c) There are no other persons referred to in Listing Rule 10.14 to whom this applies who may participate in the Revised Plan (as the Revised Plan is an executive plan only); and
- (d) no loan to any Director attaches in relation to the acquisition of securities under the Revised Plan.

Board Recommendation:

The Directors (other than Mr Scotton) recommend that you vote in favour of this Resolution on the basis that they consider it in the best interests of SAI's shareholders to reward the services of Mr Scotton on terms that are fair and aligned with shareholder return. No Non-Executive Director has an interest in the outcome of this Resolution other than to secure the services of Mr Scotton on terms that are considered fair and reasonable.



By mail:
 SAI Global Limited
 C/- Link Market Services Limited
 Locked Bag A14
 Sydney South NSW 1235 Australia



By fax: +61 2 9287 0309



All enquiries to: Telephone: 1300 654 848 Overseas: +61 2 8280 7161



X99999999999

SHAREHOLDER VOTING FORM

I/We being a member(s) of SAI Global Limited and entitled to attend and vote hereby appoint:

STEP 1

APPOINT A PROXY

the Chairman
of the Meeting
(mark box)

OR if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered shareholder) you are appointing as your proxy. I/we appoint the Chairman of the Meeting as an alternate proxy to the person named.

If no person/body corporate is named, the Chairman of the Meeting, is appointed as my/our proxy and to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 10:00am on Tuesday, 30 October 2012, at SAI Global premises, 286 Sussex Street Sydney NSW 2000 and at any adjournment or postponement of the meeting. I/we expressly authorise the Chairman of the Meeting to exercise my/our proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the key management personnel.

The Chairman of the Meeting intends to vote undirected proxies in favour of all items of business.

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the meeting.

Please read the voting instructions overleaf before marking any boxes with an

STEP 2

VOTING DIRECTIONS

Resolution 1
Remuneration Report

For	Against	Abstain*
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Resolution 4
Election of Non-Executive Director:
Mr Robert Aitken

For	Against	Abstain*
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Resolution 2
Re-election of Non-Executive Director:
Ms Anna Buduls

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Resolution 5
Approval of issue of Performance Share
Rights and Options to Anthony Scotton,
Chief Executive Officer

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Resolution 3
Re-election of Non-Executive Director:
Mr W Peter Day

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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i * 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.

STEP 3

SIGNATURE OF SHAREHOLDERS - THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Shareholder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Shareholder 3 (Individual)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).

SAI PRX201R



HOW TO COMPLETE THIS PROXY FORM

Your Name and Address

This is your name and address as it appears on the company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person in Step 1. If you appoint someone other than the Chairman of the Meeting as your proxy, you will also be appointing the Chairman of the Meeting as your alternate proxy to act as your proxy in the event the named proxy does not attend the meeting.

Votes on Items of Business - Proxy Appointment

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form and return them both together. The appointment of the Chairman of the Meeting as your alternate proxy also applies to the appointment of the second proxy.

To appoint a second proxy you must:

- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- return both forms together.

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, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, 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 indicate the office held by signing in the appropriate place.

Corporate Representatives

If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the company's share registry.

Lodgement of a Proxy Form

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am on Sunday, 28 October 2012**, being not later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the proxy form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the proxy form).



by mail:

SAI Global Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



by fax:

+61 2 9287 0309



by hand:

delivering it to Link Market Services Limited, Level 12, 680 George Street, Sydney NSW 2000.

**If you would like to attend and vote at the Annual General Meeting, please bring this form with you.
This will assist in registering your attendance.**