

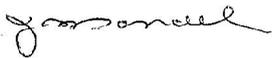
22 January, 2010

The Manager  
Company Announcements Office  
Australian Securities Exchange  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir or Madam

Please find attached our Notice of General Meeting.

Yours sincerely



Jim MacDonald  
Company Secretary

## NOTICE OF GENERAL MEETING

Thursday 25 February 2010

A general meeting of Ludowici Limited (ABN 22 000 001365) will be held at 2.30 pm on Thursday, 25 February 2010 at the Head Office of Ludowici Limited, 67 Randle Road, Pinkenba, Queensland.

### ORDINARY BUSINESS

**1. Ratify previous issue of shares to institutional investors and Johnson Screens**

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

“That approval be given under ASX Listing Rule 7.4 and for all other purposes for the prior issue of 2,550,000 fully paid ordinary shares in the capital of the Company on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice of Meeting.”

**Voting Exclusion Statement:** The Company will disregard any votes cast on this Resolution 1 by a person who participated in the issue and any of their associates. However, the Company need not disregard a vote if it is cast by a person as a 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.

**2. Ratify previous issue of shares to underwriter of Dividend Reinvestment Plan**

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

“That approval be given under ASX Listing Rule 7.4 and for all other purposes for the prior issue of 339,665 fully paid ordinary shares in the capital of the Company to the underwriter of the Company's dividend reinvestment plan on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice of Meeting.”

**Voting Exclusion Statement:** The Company will disregard any votes cast on this Resolution 2 by Southern Cross Equities Limited and any of their associates. However, the Company need not disregard a vote if it is cast by a person as a 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.

**3. Ratify previous issue of shares to employees**

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

“That approval be given under ASX Listing Rule 7.4 and for all other purposes for the prior issue of 15,600 fully paid ordinary shares in the capital of the Company to employees on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice of Meeting.”

**Voting Exclusion Statement:** The Company will disregard any votes cast on this Resolution 3 by a person who participated in the issue and any of their associates. However, the Company need not disregard a vote if it is cast by a person as a 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.

#### **4. Approve further issue of shares to institutional investors and Johnson Screens**

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

“That approval be given under ASX Listing Rule 7.1 and for all other purposes for the issue of 2,950,000 fully paid ordinary shares in the capital of the Company on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice of Meeting.”

**Voting Exclusion Statement:** The Company will disregard any votes cast on this Resolution 4 by a person who may participate in the proposed issue and any person who might obtain a benefit in respect of the proposed issue (except a benefit solely in the capacity as a holder of ordinary securities) and any of their associates. However, the Company need not disregard a vote if it is cast by a person as a 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.

### **EXPLANATORY MEMORANDUM**

Shareholders are referred to the attached Explanatory Memorandum for details of the share issues and the approvals which are sought at this meeting.

### **ENTITLEMENT TO VOTE**

Under Regulation 7.11.37 of the Corporations Regulations 2001, the Directors have determined that for the purposes of the meeting all shares in the Company will be taken to be held by the person who held them as registered Shareholders at 6:00pm (Brisbane time) on 23 February 2010.

### **PROXIES**

Please note that:

- A member who is entitled to attend and cast a vote at the meeting may appoint a person as the member's proxy to attend and vote for the member at the meeting;
- The person appointed as the member's proxy may be an individual or a body corporate;
- The appointment may specify the proportion or number of votes that the proxy may exercise;
- A member who is entitled to cast 2 or more votes at the meeting may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise;
- If the member appoints 2 proxies and the appointment does not specify the proportion or number of the member's votes each proxy may exercise, each proxy may exercise half of the votes;
- Where 2 proxies are appointed, any fractions of votes resulting from the appointment of 2 proxies will be disregarded;
- A proxy need not be a member of the Company; and
- A proxy form accompanies this Notice of Meeting.

Unless the member specifically directs the proxy how to vote, the proxy may vote as he or she thinks fit or abstain from voting.

If you wish to appoint a proxy, you should complete the attached "Proxy Form" and comply with the instructions set out in that form relating to lodgement of the form with the Company.

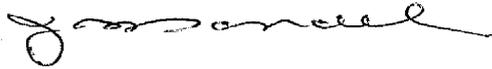
The Proxy form must be signed by the member or his or her attorney duly authorised in writing or, if the member is a corporation, either under the seal of the corporation in accordance with its Constitution (or under the hand of an attorney duly authorised in writing) or otherwise signed in accordance with the Corporations Act 2001.

If any attorney or authorised officer signs the Proxy Form on behalf of a member, the relevant power of attorney or other authority under which it is signed or certified copy of that power of attorney must be deposited with the Proxy Form.

The Proxy Form (together with any relevant authority) must be received NOT LATER THAN 2.30pm (Brisbane time) on 23 February 2010 by delivery to the following address, facsimile number or online:

Computershare Investor Services Pty Limited  
GPO Box 242  
Melbourne Victoria 3001  
Fax no: (within Australia) 1800 783 447  
(outside Australia) +61 3 9473 2555  
  
Online: [www.investorvote.com.au](http://www.investorvote.com.au)

By Order of the Board

A handwritten signature in black ink, appearing to read 'Jim MacDonald', written in a cursive style.

Jim MacDonald  
Company Secretary  
Ludowici Limited  
22 January 2010

# Explanatory Memorandum

## BACKGROUND TO THE ISSUE OF SHARES TO INSTITUTIONAL INVESTORS AND JOHNSON SCREENS

### JS Mining Acquisition

On 23 December 2009, the Company announced that it had agreed to acquire the Mining Division (JS Mining) of Johnson Screens globally (except Africa) for US\$27.7 million (\$31.3 million based on an exchange rate of A\$/US\$0.8850).

JS Mining is a leading player in the mineral processing consumables market, supplying a complementary range of screening and separation products to the mining and quarrying industry in Australia, North and South America and India.

JS Mining designs, manufactures and markets screening products (stainless steel, polyurethane, rubber and woven wire) and wear liners (chute, SAG, ball and impact mills).

The business operates in the same geographic markets as the Company and has a complementary product suite and customer base. JS Mining has forecast 2010 revenue of circa \$52m, EBIT of circa \$6m and employs 185 personnel.

The acquisition is an excellent strategic fit for the Company:

- The Company and JS Mining operate in common regions (Australia, North and South America and India), and in common markets (mineral processing) and share many customers;
- The acquisition will enable the Company to enter new markets (sand & gravel), sell new but related products (woven wire & rubber screens and wear liners) and improve its product mix (consumable/capital products);
- There is significant synergy potential through improving back office efficiencies, increasing sales force effectiveness and manufacturing optimisation given the strong product and geographic alignment; and
- JS Mining's strong position in the global mineral processing consumables market complements the Company's presence in capital equipment.

The acquisition was completed on 31 December 2009.

### Issue of Shares to Institutional Investors and Johnson Screens

The consideration payable to Johnson Screens for JS Mining comprises \$18.5 million in cash and the issue of 2,500,000 fully paid ordinary shares (Shares) in Ludowici at \$3.00 per share (Johnson Screens Issue). Johnson Screens will also retain \$5.3 million of net debtors and creditors.

The Company intends to fund the cash component of the consideration by a placement to institutions (Institutional Placement) to raise \$8.0 million and a Share Purchase Plan (SPP) to shareholders currently planned to raise up to \$1.3 million, with the balance funded by debt. The Institutional Placement and SPP are priced at \$2.65 per share.

The Company intends to complete the Institutional Placement and Johnson Screens Issue in two tranches:

- The first tranche comprised the placement of 1,650,000 Shares at \$2.65 per share to institutions to raise \$4.4 million (completed on 30 December 2009) and the issue of 900,000 Shares at \$3.00 per share to Johnson Screens (completed on 31 December 2009). These issues did not require

prior shareholder approval as they were within the Company's 15% placement limit as set out in ASX Listing Rule 7.1.

- The second tranche comprises the placement of a further 1,350,000 Shares at \$2.65 per share to institutions to raise \$3.6 million and the issue of a further 1,600,000 Shares at \$3.00 per share to Johnson Screens. These issues will complete shortly after shareholder approval has been obtained for the purposes of ASX Listing Rule 7.1 because they exceed the 15% limit on new issues set out in that rule.

The second tranche of the Institutional Placement will be made to the same investors who participated in the first tranche. These investors comprise a range of domestic institutional and other sophisticated investors who have been introduced by the Company's placement agent, Southern Cross Equities Limited (**SCE**).

No Director, or associate of a Director, will participate in the Institutional Placement.

#### **Use of funds raised from the Institutional Placement and Johnson Screens Issue**

All funds raised from the Institutional Placement will be used to fund the cash component of the consideration payable for the JS Mining Acquisition, and to pay SCE's placement agent fees. The issue of Shares under the Johnson Screens Issue comprises a component of the consideration payable for the JS Mining Acquisition.

#### **Alternatives considered**

In deciding to raise additional capital, the Board considered the equity raising alternatives available to the Company, and specifically considered an issue to existing shareholders as opposed to a placement to new investors. However, given the need to raise a specific amount for the purposes of the JS Mining Acquisition with a high degree of certainty, and given the limited time available to complete the capital raising, the Board considered that there would have been unacceptable risks to the Company if a rights issue was undertaken at the Institutional Placement price. The prices at which shares are being issued to the institutions (\$2.65) and Johnson Screens (\$3.00) compare favourably to the Company's 1 month volume weighted average price (up to 22 December 2009) of \$2.58. Shareholders are being offered the opportunity to buy additional shares in the Company via the SPP at the same price as the institutions.

#### **BACKGROUND TO THE ISSUE OF SHARES TO THE UNDERWRITER OF THE DRP**

On 28 August 2009, the Company announced that it had entered into an agreement with SCE to underwrite the issue of shares under the Company's Dividend Reinvestment Plan (DRP). As a result of the take up by shareholders of 226,341 shares under the DRP, out of a prospective total of 566,006 shares, 339,665 shares were issued to SCE on 25 September 2009, as per the terms of the underwriting agreement.

#### **BACKGROUND TO THE ISSUE OF SHARES TO EMPLOYEES**

On 29 May 2009, the Company issued 15,600 shares to employees under the Employee Share Plan (ESP). The ESP has previously been approved by shareholders however, for the purposes of ASX Listing Rule Exception 7.2; the ESP has to have been approved by shareholders in the last 3 years. The ESP has not been approved by shareholders in the last 3 years.

## REASONS FOR THE RESOLUTIONS

### 1. Resolution 1 – Ratification of prior issue of first tranche of Institutional Placement and Johnson Screens Issue

On 30 December 2009, the Company issued 1,650,000 Shares under the Institutional Placement to raise \$4.4 million in cash and, on 31 December 2009, the Company issued 900,000 Shares under the Johnson Screens Issue as a component of the consideration payable for the JS Mining Acquisition.

Resolution 1 seeks Shareholder ratification under ASX Listing Rule 7.4 for the issue of those Shares.

ASX Listing Rule 7.1 provides that a listed company must not, subject to specified exceptions, issue or agree to issue during any 12 month period any equity securities if the number of those securities exceeds 15% of the number of securities in the same class on issue at the commencement of that 12 month period. Any equity securities issued under an exception to Listing Rule 7.1, such as the Shares issued under the Company's Share Purchase Plan and Dividend Reinvestment Plan, do not reduce the 15% allowance, and are also added to the base number of Shares for the purpose of calculating the 15% limit.

ASX Listing Rule 7.4 allows a listed company to refresh its 15% new issue capacity under Listing Rule 7.1 where a company's shareholders in general meeting ratify a previous issue of securities which was made without prior shareholder approval.

By ratifying the issue of the first tranche of the Institutional Placement and Johnson Screens Issue, the Company will retain the flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

The Directors recommend that you **vote in favour** of Resolution 1.

In accordance with ASX Listing Rule 7.5, the following information is provided in relation to Resolution 1:

- The Shares issued under the Institutional Placement were issued to, six institutional investors, and other sophisticated investors who were introduced by SCE and the Shares issued under the Johnson Screens Issue were issued to Johnson Screens, the vendor of JS Mining;
- The Shares were issued on the same terms and conditions as the Company's existing Shares;
- The Shares were issued at a price of \$2.65; and
- The funds raised were used for the first tranche payment made to Johnson screens on 31 December 2009.

### 2. Resolution 2 – Ratification of prior issue to SCE as underwriter of the DRP

On 25 September 2009, the Company issued 339,665 Shares to SCE as underwriter to raise \$0.7 million.

Resolution 2 seeks Shareholder ratification under ASX Listing Rule 7.4 for the issue of those Shares.

ASX Listing Rule 7.1 provides that a listed company must not, subject to specified exceptions, issue or agree to issue during any 12 month period any equity securities if the number of those securities exceeds 15% of the number of securities in the same class on issue at the commencement of that 12 month period. Any equity securities issued under an exception to Listing Rule 7.1, such as the Shares issued under the Company's Share Purchase Plan and Dividend Reinvestment Plan, do not reduce

the 15% allowance, and are also added to the base number of Shares for the purpose of calculating the 15% limit.

ASX Listing Rule 7.4 allows a listed company to refresh its 15% new issue capacity under Listing Rule 7.1 where a company's shareholders in general meeting ratify a previous issue of securities which was made without prior shareholder approval.

By ratifying the issue of shares to the underwriter of the DRP, the Company will retain the flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

The Directors recommend that you **vote in favour** of Resolution 2.

In accordance with ASX Listing Rule 7.5, the following information is provided in relation to Resolution 2:

- The Shares were issued to SCE at a price of \$2.03 per share;
- The Shares were issued on the same terms and conditions as the Company's existing Shares; and
- The funds raised were used for general working capital purposes.

### **3. Resolution 3 – Ratification of prior issue to employees under the ESP**

On 29 May 2009, the Company issued 15,600 Shares to raise \$23,712.

Resolution 3 seeks Shareholder ratification under ASX Listing Rule 7.4 for the issue of those Shares.

ASX Listing Rule 7.1 provides that a listed company must not, subject to specified exceptions, issue or agree to issue during any 12 month period any equity securities if the number of those securities exceeds 15% of the number of securities in the same class on issue at the commencement of that 12 month period. Any equity securities issued under an exception to Listing Rule 7.1, such as the Shares issued under the Company's Share Purchase Plan and Dividend Reinvestment Plan, do not reduce the 15% allowance, and are also added to the base number of Shares for the purpose of calculating the 15% limit.

ASX Listing Rule 7.4 allows a listed company to refresh its 15% new issue capacity under Listing Rule 7.1 where a company's shareholders in general meeting ratify a previous issue of securities which was made without prior shareholder approval.

By ratifying the issue of shares to the employees under the ESP, the Company will retain the flexibility to issue equity securities in the future up to the 15% annual placement capacity set out in ASX Listing Rule 7.1 without the requirement to obtain prior Shareholder approval.

The Directors recommend that you **vote in favour** of Resolution 3.

In accordance with ASX Listing Rule 7.5, the following information is provided in relation to Resolution 3:

- The Shares were issued to 16 employees of the Company for \$1.52 per share; and
- The Shares were issued on the same terms and conditions as the Company's existing Shares; and
- The funds raised were used for general working capital purposes.

#### **4. Resolution 4 – Approval of second tranche of Institutional Placement and Johnson Screens Issue**

As noted above, the issue of the second tranche of Shares under the Institutional Placement and Johnson Screens Issue is conditional upon shareholder approval under Listing Rule 7.1. A summary of ASX Listing Rule 7.1 is set out above.

The effect of Resolution 4, if passed, will be to allow the Company to issue up to a total of 2,950,000 additional Shares to complete the Institutional Placement and Johnson Screens Issue. Approval is required because this portion of the Institutional Placement and Johnson Screens Issue will exceed the Company's 15% annual placement capacity.

In accordance with ASX Listing Rule 7.3, the following information is provided in relation to the issue of these additional Shares:

- The remainder of the Institutional Placement and Johnson Screens Issue (2,950,000 Shares) will be issued immediately after the Company has obtained shareholder approval (and in any event within 3 months of the date of the meeting) and it is intended that allotment will occur on the same date;
- The issue price will be \$2.65 per share for those to be placed with institutions (1,350,000 Shares) and \$3.00 per share for those to be issued to Johnson Screens (1,600,000 Shares);
- The Shares issued under the second tranche of the Institutional Placement will be issued to the same investors who received the first tranche of the Institutional Placement as referred to in Resolution 1;
- The Shares will be issued on the same terms and conditions as the Company's existing Shares; and
- The funds raised will be used for the second tranche payment to Johnson Screens.

Under the terms of the agreement to acquire JS Mining from Johnson Screens, the Company paid \$5.2 million in cash and issued 900,000 Shares to Johnson Screens on 31 December 2009. The Company is obliged to pay the balance of the cash consideration and issue the further 1,600,000 Shares to Johnson Screens by 31 March 2010. If shareholders do not approve the second tranche of the Institutional Placement and Johnson Screens Issue prior to 31 March 2010, then:

- The Company would have a shortfall of \$3.6 million in the amount of equity the Company intended to raise to finance the JS Mining Acquisition; and
- In lieu of the second tranche of the Johnson Screens Issue, the Company would be obliged to pay Johnson Screens a further amount of cash calculated as 1,600,000 multiplied by the greater of 3 or the volume weighted average price of the Company's Shares on the ASX on the 5 trading days prior to 31 March 2010 (that is, a minimum of \$4.8 million).

In these circumstances, the Company would seek to raise additional equity under the SPP and/or a pro rata entitlement issue to the Company's shareholders and seek additional debt finance to fund the balance of the consideration payable to Johnson Screens. The Company would seek to raise this additional equity and debt prior to 31 March 2010 and would be exposed to increased risk and more expensive funding costs as a result of this. The Company would also be required to renegotiate its current debt financing arrangements for the acquisition as existing approvals are limited to the amount of additional equity raised. If the Company could not raise the additional equity and/or debt by 31 March 2010, it would seek an extension from Johnson Screens to the date on which the balance of the consideration was payable until the additional equity and debt was raised. If Johnson Screens granted this extension, then the Company would expect to have to pay interest on, and provide security in relation to, the balance of the consideration payable to Johnson Screens.

The Directors recommend that you **vote in favour** of Resolution 4.

000001 000 LDW  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

## 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 Intermediary Online subscribers only  
(custodians) [www.intermediaryonline.com](http://www.intermediaryonline.com)

**For all enquiries call:**  
(within Australia) 1300 552 270  
(outside Australia) +61 3 9415 4000

## Proxy Form



Vote online 24 hours a day, 7 days a week:

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



**Cast your proxy vote**



**Review and update your securityholding**

*Your secure access information is:*

**Control Number: 134172**

**SRN/HIN: 1999999999**



**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 2:30pm (Brisbane time) Tuesday 23 February 2010**

### 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.investorcentre.com](http://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.

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



MR SAM SAMPLE  
 FLAT 123  
 123 SAMPLE STREET  
 THE SAMPLE HILL  
 SAMPLE ESTATE  
 SAMPLEVILLE VIC 3030

**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.



I 9999999999

I ND

# Proxy Form

Please mark  to indicate your directions

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

XX

I/We being a member/s of Ludowici 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 General Meeting of Ludowici Limited to be held at the Head Office of Ludowici Limited, 67 Randle Road, Pinkenba, Queensland on Thursday, 25 February 2010 at 2.30pm 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
1. Ratify previous issue of shares to institutional investors and Johnson Screens	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Ratify previous issue of shares to underwriter of Dividend Reinvestment Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Ratify previous issue of shares to employees	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approve further issue of shares to institutional investors and Johnson Screens	<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 / / \_\_\_\_\_