



METRO  
HOSPITALITY  
GROUP

**Transmetro Corporation Limited**  
ABN 45 001 809 043

23 October 2009

Companies Announcement Officer  
Australian Stock Exchange Ltd  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

Re: Notice of Annual General Meeting and Proxy Form

We attach for your information copies of the following which will be mailed together with the 2009 Annual Report to shareholders of Transmetro Corporation Limited:

- Notice of Annual General Meeting
- Proxy Form

A copy of the Annual Report will be lodged separately with the Exchange.

Yours faithfully

Jakin Agus  
Company Secretary



Transmetro Corporation Limited  
ABN 45 001 809 043

## Notice of Annual General Meeting - Transmetro Corporation Limited

Notice is hereby given that the Annual General Meeting of the members of Transmetro Corporation Limited will be held on Thursday 26<sup>th</sup> November 2009 at 10:00 am at:

Metro Hotel Sydney Central  
431-439 Pitt Street  
Sydney NSW 2000.

Business of the meeting will be as follows:

1. To receive, consider and adopt the financial report of the company and of the consolidated group for the year ended 30 June 2009 and the reports by directors and auditors thereon.
2. To elect a Director. Mr D Lloyd retires by rotation in accordance with the provisions of the Company's Constitution and, being eligible, offers himself for re-election.
3. To set fees payable to Directors of the Company be increased from \$28,000 annum to \$29,400 per annum, to be divided amongst the Directors as they so determine.

*Voting Exclusion Statement*

The company will disregard any votes cast on the resolution associated with agenda item 3 by any of the Directors and any associate of a Director. However, the Company need not discard a vote if:

- It is cast by a Director or an associate of a Director as a proxy for a person who is entitled to vote, in accordance with the directions of the proxy form; or
  - It is cast by a Director who is 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. To consider, and if thought fit, pass the following resolution as an ordinary resolution: "That the Remuneration Report for the financial year ended 30 June 2009 be adopted"
  5. To transact any other business which may be brought forward in accordance with the Articles of Association.

By Order of the Board

Jakin Agus  
Company Secretary  
Sydney, 23 October 2009

**Transmetro Corporation Limited**

ABN 45 001 809 043

**Proxy Form**



I/we.....  
.....

being a member/ members of Transmetro Corporation Limited hereby appoint  
..... (If you wish you may appoint as your proxy “the Chairman  
of the Meeting”) as my/ our proxy to vote for me/ us and on my/ our behalf at the annual  
meeting of the Company to be held on the 26<sup>th</sup> day of November 2009 and at any  
adjournment thereof.

As signed this ..... day of ..... 2009.

.....  
...

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Should the member desire to direct the proxy on how to vote the member should mark in the appropriate box against each item hereunder, otherwise the proxy may vote as he or she thinks fit or abstain from voting.

- |   | For     | Against | Abstain |
|---|---------|---------|---------|
| 1. To adopt the reports and accounts  | [.....] | [.....] | [.....] |
| 2. To elect Mr D Lloyd as a Director:   | [.....] | [.....] | [.....] |
| 3. To set fees payable to Directors of the Company be increased from \$28,000 annum to \$29,400 per annum, to be divided amongst the Directors as they so determine.                | [.....] | [.....] | [.....] |
| 4. To consider, and if thought fit, pass the following resolution as an ordinary resolution:<br>“That the Remuneration Report for the financial year ended 30 June 2009 be adopted” | [.....] | [.....] | [.....] |

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1. A member entitled to attend and vote is entitled to appoint no more than two proxies. Where more than one proxy is appointed each proxy must be appointed to represent a specified proportion of the members voting rights.
2. If the appointor is a Corporation this instrument must be executed under its Common Seal.
3. A proxy need not be a member of the Company.
4. This Proxy Form (and any Power of Attorney under which it is signed ) must be received at Level 1, 431-439 Pitt Street Sydney NSW 2000 no later than 48 hours before the commencement of the meeting at 10:00am 26 November 2009. Any Proxy Form received after that time will be treated as invalid.