

Notice of Annual General Meeting

Cockatoo Ridge Wines Limited ACN 008 095 207

Notice is given that the Annual General Meeting of the members of Cockatoo Ridge Wines Limited will be held at Level 7, Exchange Tower, 530 Little Collins Street Melbourne in the State of Victoria on Wednesday, 25 November 2009, commencing at 10.45 am.

The Explanatory Memorandum which accompanies, and forms part of, this Notice of Meeting provides additional information in relation to the various matters to be considered at the Meeting.

Business

A. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the Company's financial statements, Directors' report and independent auditor's report for the year ended 30 June 2009.

B. ELECTION OF DIRECTOR

Resolution 1: Re-election of Mr I. T. Limb as a Director

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

"That Mr I. T. Limb, a Director retiring by rotation in accordance with clause 58 of the Company's constitution, being eligible for re-election and having signified his candidature for the office, be re-elected as a Director of the Company."

C. REMUNERATION OF DIRECTORS

Resolution 2: Adoption of Remuneration Report

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

"That the Remuneration Report for the year ended 30 June 2009 be adopted."

D. ACQUISITION OF SECURITIES UNDER CRW EMPLOYEE OPTION PLAN

Resolution 3: Exemption of issue of securities under scheme

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

"That for the purpose of Rule 7.2 (Exception 9(b)) of the Listing Rules of ASX Limited, and all other purposes, approval be given to the issue of securities of the Company under the CRW Employee Option Plan as an exception to Rule 7.1 of those Listing Rules."

E. RENEWAL OF PROPORTIONAL TAKEOVER PROVISIONS

Resolution 4: Renewal of clause 23 of constitution

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

"That, in accordance with section 648G(4) of the Corporations Act 2001, the proportional takeover approval provisions contained in clause 23 of the constitution of the Company be renewed for a period of three years from 25 November 2009."

Voting

1. Directors' recommendations and voting

The Directors (other than Mr I. T. Limb who makes no recommendation) recommend that you vote in favour of **resolution 1**.

The Directors make no voting recommendation to shareholders in relation to **resolutions 2 and 3**.

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

Each Director who is entitled (as a proxy or otherwise) to vote on the resolutions intends to vote in favour of those resolutions.

2. Voting entitlements

For the purposes of the meeting, only persons who are recorded on the Company's share register as holding shares at 7.00pm Melbourne time on Monday, 23 November 2009 will be entitled to vote at the meeting.

3. Voting exclusion

The Company will disregard any votes cast in respect of resolution 3 by:

- a Director of the Company; and
- an associate of a Director of the Company.

However, in either case, the Company 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 direction on the proxy form; or
- it is cast by the chairperson of 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. How to vote

If you are entitled to vote at the meeting, you may vote by attending the meeting in person, by attorney or proxy or, in the case of corporate shareholders, by a corporate representative.

5. Voting in person or by attorney

Persons are asked to arrive no more than 30 minutes prior to the time the meeting is to commence so that their shareholding may be checked against the relevant register and their attendance noted. Attorneys should bring with them the original or a certified copy of the power of attorney under which they have been authorised to attend and vote at the meeting.

6. Voting by proxy

Members entitled to vote at the meeting may appoint one proxy if the member is only entitled to one vote or one or two proxies if the member is entitled to more than one vote. A proxy need not be a member of the Company. Where a member appoints two proxies, the appointment may specify the proportion or number of votes that each proxy may exercise. Members wishing to vote by proxy must complete, sign, and deliver the personalised proxy form or forms to the Company's share registry at least 48 hours before the time the meeting is to commence by:

- post in the reply paid envelope provided to:
Computershare Investor Services Pty Limited
GPO Box 242
Melbourne, Victoria, 3001

- hand to:
Computershare Investor Services Pty Ltd
Level 5
115 Grenfell Street
Adelaide SA 5000
- fax to: C/- Computershare Investor Services Pty Limited
1800 783 447 (within Australia) or (+61 3) 9473 2555 (outside Australia)
- Online: www.investorvote.com.au
- Custodian voting: For Intermediary Online Subscribers only:
www.intermediaryonline.com

A Proxy form for the meeting is enclosed with this Notice. Further proxy forms are available from the share registry.

7. Voting by corporate representative

Corporate shareholders wishing to vote by corporate representative should:

- obtain an appointment of corporate representative form from Computershare (whose address appears above and telephone number is 1300 556 161 if calling from Australia or 61 3 9415 4000 for overseas holders;
- complete and sign the form in accordance with the instructions on it; and

bring the completed and signed form with them to the meeting.

DATED 22 October 2009

BY ORDER OF THE BOARD



M. J. S. Drummond
Company Secretary

Explanatory Memorandum

This Explanatory Memorandum has been prepared for the information of shareholders of Cockatoo Ridge Wines Limited ("Company") in connection with the business to be conducted at the annual general meeting of the Company to be held on 25 November 2009. It forms part of, and should be read in conjunction with, the accompanying Notice of Annual General Meeting.

This Explanatory Memorandum is an important document and should be read carefully by all shareholders. Shareholders are advised to consult their legal or financial advisers if they require further advice about any of the matters contained in this Explanatory Memorandum.

A. Financial statements and reports

The Board is required to lay before the meeting the financial statements, Directors' report and independent auditor's report for the year ended 30 June 2009.

Copies of the financial statements and abovementioned reports are contained in the Annual Report for the year ended 30 June 2009 which has been lodged with ASX and is available for all shareholders (including those who did not opt to receive a printed copy of the Annual Report in response to the notice in that regard from Computershare) to access and download from the following address:

<http://www.cockatooridge.com.au/pdf/2009-09-30%20Full%20year%20statutory%20Accounts%2030%20June%202009.pdf>

Shareholders can also request printed copies of the Annual Report by telephoning the Company Secretary, Mr Melvyn Drummond on (+61 3) 9909 7625. Shareholders who have opted to receive a printed copy of the Annual Report will receive it in the mail with this Notice of Meeting. All shareholders will receive a copy of a Cockatoo Ridge Wine Offer with this Notice of Meeting.

The Chairman of the meeting will take shareholders' questions and comments about the management of the Company. The auditor of the Company will be available to take shareholders' questions about the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements or the independence of the auditor in relation to the conduct of the audit.

In addition to taking questions at the meeting, written questions to the auditor about the content of the auditor's report or the conduct of the audit of the annual financial report to be considered at the meeting may be submitted not later than five business days before the meeting to:

The Company Secretary
Cockatoo Ridge Wines Limited
Level 7, 530 Little Collins Street
Melbourne Victoria 3000

Facsimile: 613 9909 7585
E-mail: mel.drummond@mindev.com.au

Copies of any questions received will be made available at the meeting. The Chairman of the meeting will allow the auditor to answer written questions submitted to the auditor before the meeting. If the auditor has prepared a written answer to a question, the Chairman of the meeting may permit the auditor to table that written answer. A written answer tabled at the meeting will be made reasonably available to members as soon as practicable after the meeting.

Shareholders are not required to pass any resolution in relation to the financial statements and reports.

B. Election of Director

Resolution 1 – Re-election of Mr I. T. Limb as a Director

Clause 58.1 of the constitution provides that, at the close of each annual general meeting, one-third of the Directors must retire. A Managing Director does not have to be taken into account in determining the number of Directors required to retire in accordance with this provision. There being three Directors of the Company, other than the Managing Director, one Director is required by clause 58 to retire at this year's annual general meeting. The Director to retire at an annual general meeting is the Director who has been longest in office since his last election. A retiring Director is eligible for re-election at the meeting.

Mr I. T. Limb is 59 years of age and was the Managing Director of the Company from its inception in 2002 until he resigned that executive office on 31 August 2006. Immediately after he resigned the office of Managing Director, Mr Limb was appointed by the Board as the Executive Chairman of the Company. He stood down as Executive Chairman in July 2008, when replaced by Mr Stuart Richardson as non-executive Chairman. Mr Limb is the Chairman of the Audit Committee and a member of the Remuneration Committee. Mr Limb was last re-elected as a director at the 2006 annual general meeting.

Mr Limb holds a Bachelor of Applied Science degree from Charles Sturt University. He has had extensive professional and management experience in the Australian wine industry including more than 18 years with Orlando Wyndham and, in 1993, being instrumental in the establishment of Australian Vintage Limited. He has been responsible for producing many trophy and medal winning wines.

Further details of the skills experience and expertise of Mr I. T. Limb are contained on pages 3 and 8 of the Annual Report.

Being eligible, Mr Limb submits himself for re-election as a Director in accordance with clause 58.4 of the constitution.

The Directors, other than Mr Limb, recommend that you vote in favour of the re-election of Mr Limb. Mr Limb makes no recommendation.

C. Remuneration of Directors

Resolution 2: Adoption of remuneration report

The Remuneration Report forms part of the statutory Annual Report for the year ended 30 June 2009 which is available for shareholders to access and download from the Company's website www.cockatooridge.com.au. The Remuneration Report sets out the remuneration policy for the Company and reports the remuneration arrangements in place for the Directors and other specified executives.

The Company is required by the *Corporations Act 2001* to put to the vote at the annual general meeting a resolution that the Remuneration Report be adopted. But, it should be noted, the vote on this resolution is advisory only and does not bind the Directors or the Company. Accordingly, the Company will not be required to alter any arrangements detailed in the Remuneration Report, should the Report not be adopted. However, notwithstanding the strict legal position, the Board has determined that it will take the outcome of the vote into consideration when reviewing the remuneration practices and policy of the Company going forward.

Before calling for votes in relation to this resolution, the Chairman of the meeting will allow a reasonable opportunity for the members present to ask questions about, or make comments on, the Remuneration Report.

The Directors make no voting recommendation to shareholders in relation to this resolution.

D. Acquisition of securities under CRW Employee Option Plan

Resolution 3: Exemption of issue of securities under scheme

Rule 7.1 of the ASX Listing Rules restricts the number of shares and options a listed entity can issue without shareholder approval. Put simply, without the approval of holders of ordinary securities, an entity may not in any 12 month period issue, or agree to issue, a number of shares and/or options exceeding 15 per centum of the number of fully paid ordinary shares on issue at the commencement of that period.

Rule 7.2 contains a number of exceptions to Rule 7.1. In particular, Rule 7.2 Exception 9(a) of the ASX Listing Rules provides, in the case of an employee incentive scheme established before an entity is listed, that Rule 7.1 does not apply to an issue under the scheme if within 3 years before the date of issue a summary of the terms of the scheme was set out in the prospectus. The CRW Employee Option Plan was established before the Company was reinstated to official quotation by ASX in February 2002 and, in accordance with Rule 7.2 Exception 9(a), a summary of the terms of the Plan was included in the prospectus dated 21 December 2001 issued by the Company.

The exemption from Rule 7.1 previously conferred by Listing Rule 7.2 Exemption 9(a) ceased to apply upon the expiration of three years from the date of the prospectus i.e. on 21 December 2004.

Rule 7.2 Exception 9(b) of the ASX Listing Rules provides that Rule 7.1 does not apply to an issue under an employee incentive scheme if within 3 years before the date of issue holders of ordinary securities have approved the issue of securities under the scheme as an exception to rule 7.1. At the 2006 annual general meeting held on 30 November 2006, the shareholders passed a resolution pursuant to this Exception 9(b). Because that exemption is due to expire on 30 November 2009, a similar resolution is proposed at this year's annual general meeting. If passed, its effect will be that the issue of securities under the CRW Employee Option Plan will continue to be exempt from Listing Rule 7.1 for a further period of three years from the date of the meeting. When approval is sought under Rule 7.2 Exception 9(b), the notice of meeting must include the following viz

(a) *a summary of the terms of the scheme, which follows:*

Objective

The objective of the CRW Employee Option Plan is to assist in the recruitment, rewarding, retention and motivation of employees of the Company.

Invitation to participate

The Directors may invite employees to participate in the Plan and receive options to subscribe for unissued ordinary shares of the Company. An employee may nominate a relative or associate to receive the options.

Exercise Price

The exercise price for options granted under the Plan will be the price fixed by the Board prior to the grant of the options. The exercise price must not be lower than \$0.20.

Restrictions on exercise

The options granted under the Plan may be subject to such restrictions on exercise as may be fixed by the Directors prior to the grant of the options including, without limitation, restrictions based on length of service of the employee and threshold prices at which ordinary shares of the Company are traded on ASX.

Participation and other rights

Options granted under the Plan do not confer any right to participate in dividends or rights issues until ordinary shares are allotted pursuant to the exercise of the options. The number of ordinary shares issued on exercise of the options will be adjusted for any bonus issues made prior to their exercise.

Reconstruction of capital

If the Company after having granted any option under the Plan, reduces its share capital or subdivides or consolidates its shares, the number of shares issued to the optionholder on exercise of an option will be reduced, subdivided or consolidated, as the case may be, in accordance with the ASX listing rules.

Transfer

Options granted under the Plan are not transferable.

5% cap

The number of options that may be granted under the Plan when aggregated with:

- (a) the number of ordinary shares that may be issued to a trustee under any employee share acquisition plan and the number of ordinary shares that would be issued if all options issued under all employee option plans of the Company were exercised; and
- (b) the number of ordinary shares issued by the Company during the preceding five years under any employee share plan and employee option plan

must not exceed 5% of the issued ordinary shares of the Company at the time the options are granted.

Interpretation of the Plan

The Board's interpretation of the meaning and effect of the rules of the Plan is binding on optionholders.

- (b) *the number of securities issued under the scheme since the last approval*

As stated above, the previous approval by shareholders was on 30 November 2006. The Company has issued 3,000,000 options under the scheme since the date of that last approval. As at the date of this Explanatory Memorandum, all of those additional options remain on issue.

- (c) *a voting exclusion statement*

The required voting exclusion statement is contained in paragraph 3 under the heading "Voting" in the Notice of Meeting of which this Explanatory Memorandum forms part.

Given that their votes are to be disregarded for the purposes of this resolution, the Directors of the Company make no recommendation in relation to this resolution. There is no immediate intention to offer any options under the Plan.

E. Renewal of proportional takeover provisions**Resolution 4: Renewal of clause 23 of constitution**Summary of proposal

The current constitution of the Company, including clause 23 (entitled "Proportional takeover bid"), was adopted by shareholders at the annual general meeting held on 14 November 2003. Prior to that, the constitution of the Company did not include proportional takeover provisions. At the 2006 annual general meeting, the shareholders passed a special resolution to clarify clause 23.8. It has since provided that clause 23 will, unless renewed in accordance with the Corporations Act 2001, automatically cease to have effect 3 years after the date of its adoption or renewal or last renewal (as the case may require). After passing the aforesaid special resolution, the shareholders at the 2006 annual general meeting thereafter resolved to renew clause 23 for a period of three years from 30 November 2006.

Legal and Regulatory Requirements

Section 648G of the Corporations Act 2001 provides that a company may renew its proportional takeover provisions in the same manner as that in which the company could alter its constitution to insert proportional takeover provisions.

Section 648G(5) of the Corporations Act 2001 provides that with every notice that specifies the intention to propose a resolution to renew a company's proportional takeover provisions and is sent to a person who is entitled to vote on the resolution the company must send a statement that:

- explains the effect of the provisions proposed to be renewed;
- explains the reasons for proposing the resolution and sets out the factual matters and principles underlying those reasons;
- states whether, as at the date on which the statement is prepared, any of the directors of the company is aware of a proposal by a person to acquire, or to increase the extent of, a substantial interest in the

company and, if so, explains the extent (if any) to which the proposal has influenced the decision to propose the resolution;

- for a proposed resolution to renew proportional takeover provisions – reviews both the advantages, and disadvantages, of the provisions proposed to be renewed for the directors and the company's members during the period during which the provisions have been in effect; and
- discusses both the potential advantages, and the potential disadvantages, of the provisions proposed to be renewed for the directors and the company's members.

Effect of proportional takeover provisions

Clause 23 of the constitution requires that, if a proportional takeover bid is made, the directors must convene a meeting of shareholders to vote on a resolution to approve the bid. The meeting must be held, and the resolution voted on, before the approving resolution deadline which is defined in the Corporations Act 2001 as the 14th day before the last day of the bid period. **The clause does not apply to full takeover offers.**

Clause 23 provides that, for a resolution to be approved, it must be passed by a majority of votes at the meeting, excluding votes by the bidder and its associates.

If no resolution to approve the bid has been voted on in accordance with clause 23 as at the end of the 14th day before the end of the bid period, a resolution approving the bid will be deemed by the Corporations Act 2001 to have been passed, thereby allowing the bid to proceed.

If a resolution to approve the bid is rejected, binding acceptances are required to be rescinded, and all unaccepted offers and offers failing to result in binding contracts are taken to be withdrawn.

If the resolution is approved, the relevant transfers of shares will be registered, provided they comply with the other provisions of the constitution and otherwise with the Corporations Act 2001.

Reasons for proposing renewal of clause 23

The Directors consider that shareholders should have the opportunity to vote on any proposed proportional takeover bid. A proportional takeover bid for the Company may enable control of the Company to be acquired by a party holding less than a majority interest and without shareholders having the opportunity to dispose of all of their shares. This may mean that shareholders could be at risk of being left as part of a minority interest in the Company. Clause 23, if renewed, would enable shareholders to decide whether a proportional takeover bid should be permitted to proceed.

Present Acquisition Proposals

At the date of this Explanatory Statement, no Director is aware of any proposal by any person to acquire, or to increase the extent of, a substantial interest in the Company.

Review of Advantages and Disadvantages of clause 23 while previously in effect

The Directors consider that there have been no advantages or disadvantages for them during the last three years as they remained free to make a recommendation on whether a proportional takeover bid should be accepted. No proportional takeover bid having been made during the last three years, the Directors do not consider that there have been any advantages of clause 23 for the members of the Company during this period. Whilst the Directors consider it unlikely, and have no reason to believe that such is the case, they cannot guarantee that the existence of clause 23 has not prevented a potential bidder from making a proportional takeover bid which might have been advantageous to members.

Potential Advantages and Disadvantages of renewal of clause 23

The Directors consider that there are no such advantages or disadvantages for them as they remain free to make a recommendation on whether a proportional takeover bid should be accepted. The renewal of the clause will ensure that all members continue to have an opportunity to study a proportional takeover bid, if made, and then attend or be represented by proxy at a meeting called specifically to vote on the proposal. A majority of shares voted at the meeting, excluding the shares of the bidder and its associates, will be required for the resolution to be passed, following which shareholders will be able to decide whether to accept the bid which

may result in a change of control of the Company.

This will enable shareholders to prevent a proportional takeover bid proceeding if they believe that control of the Company should not be permitted to pass under the bid and, accordingly, the terms of any future proportional takeover bid are likely to be structured in a manner that is attractive to a majority of shareholders.

It may be argued that the renewal of the clause reduces the possibility of a successful proportional takeover bid and that, as a result, proportional takeover bids for the Company will be discouraged. This, in turn, may reduce opportunities that shareholders may have to sell some of their shares at an attractive price to persons seeking control of the Company and may reduce any 'takeover speculation' element in the Company's share price. It may also be said that the provisions constitute an additional restriction on the ability of individual shareholders to deal freely with their shares.

The Directors consider that the renewal of clause 23 of the constitution is in the interests of shareholders as it allows the majority of shareholders to determine whether a proportional takeover bid should proceed.

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

Queries

If you have any queries about this document or the meeting, please contact Mr Melvyn Drummond, the Company Secretary, on (+61 3) 9909 7625.



Cockatoo Ridge Wines Limited

ABN 72 008 095 207

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

Lodge your vote:



Online:

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

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



Cast your proxy vote



Access the annual report



Review and update your securityholding

Your secure access information is:

Control Number: 999999

SRN/HIN: 1999999999

PIN: 99999



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 10.45am (Melbourne time) Monday 23 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.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 Cockatoo Ridge Wines 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 Cockatoo Ridges Wines Limited to be held at Level 7, Exchange Tower, 530 Little Collins Street, Melbourne in the state of Victoria on Wednesday 25th November 2009 at 10.45am and at any adjournment of that meeting.

Important for Item 3: If the Chairman of the Meeting is your proxy and you have not directed him/her how to vote on Item 3 below, please mark the box in this section. If you do not mark this box and you have not directed your proxy how to vote, the Chairman of the Meeting will not cast your votes on Item 3 and your votes will not be counted in computing the required majority if a poll is called on this Item. The Chairman of the Meeting intends to vote undirected proxies in favour of item 3 of business.

☐

I/We acknowledge that the Chairman of the Meeting may exercise my proxy even if he/she has an interest in the outcome of that Item and that votes cast by him/her, other than as proxy holder, would be disregarded because of that interest.

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.

	For	Against	Abstain
1. Re-election of Mr I. T. Limb as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Exemption of issue of securities under CRW Employee Option Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Renewal of clause 23 of constitution of the Company	<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 ____/____/____