Astron Limited
ABN 97 000 285 272
Registered Office: Level 19, 2 Market Street, Sydney NSW 2000, Australia
Telephone: 02 9286 5555 Facsimile: 02 9286 5599

Notice of Annual General Meeting

Astron Limited ABN 97 000 285 272

The General Meeting of the shareholders of Astron Limited will be held at Level 19, 2 Market Street Sydney NSW 2000 on Wednesday 29 November 2006 commencing at 11.00am.

Ordinary Business:

1.Directors and Financial Report
To receive and consider the Directors Report, Financial Report for the year ended 30 June 2006 and the Independent Auditor's Report on the financial report and consolidated financial report.

No resolution required.

Items 2 to 4 will each be proposed as an ordinary resolution.

2.Election of Director

a. Mr Robert Flew who retires by rotation in accordance with the provisions of the Constitution and being eligible, offers himself for re-election
b. Mr Ronald McCullough who was appointed by the Board on 21 August 2006 retires and in accordance with the provisions of the constitution and, being eligible, offers himself for re election
c. Mdm Kang Rong who was appointed by the Board on 21 August 2006 retires and in accordance with the provisions of the constitution and, being eligible, offers herself for re election

Voting Exclusions
The Company will disregard any votes cast on resolution 2 by any Director or any associate of a Director except where any vote is cast by a Director or associate as proxy for a person who is entitled to vote, in accordance with directions on the Proxy Form.

3.Directors' Remuneration
To approve an increase in the Remuneration of Non-Executive Director's by $100,000 per annum to a maximum of $350,000 per annum (see note 3)

Voting Exclusions
The Company will disregard any votes cast on resolution 3 by any Director or any associate of a Director except where any vote is cast by a Director or associate as proxy for a person who is entitled to vote, in accordance with directions on the Proxy Form.

The Chairman will abstain from voting on Resolution 3. of the Notice and will not vote undirected proxies for Resolution 3. of the Notice.

4.Remuneration Report (Non Binding Advisory Vote)
"That the remuneration report as per the Annual Financial Report for the year ended 30 June 2006 be adopted" (see note 4)

Dated this 12th day of October 2006

By order of the Board

M Suttling
Company Secretary

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NOTES

1. Voting entitlements
The Board has determined, in accordance with the Company's Constitution and the Corporations Act 2001 that a shareholder's voting entitlement at the meeting will be taken to be the entitlement of that person shown in the register of members as at 5.00pm 27 November 2006.

2. Proxies
A shareholder has the right to appoint a proxy, who need not be a shareholder of the Company. If a shareholder is entitled to cast two or more votes they may appoint two proxies and may specify the percentage of votes each proxy is appointed to exercise. The Proxy Form must be deposited with the Company Secretary, located at P O Box 1035, Dee Why NSW 2099 or by facsimile to Astron Limited on (02) 9984 1379 no later than 5.00pm Monday 27 November 2006.

3. Directors Remuneration
In seeking shareholder approval for the increase in non executive Directors remuneration in accordance with Paragraph 14.1.5 of the Constitution have taken into consideration the following factors:

- the appointment of an additional non-executive director since year end
- complexity of the company
- the continuing growth of the company and the associated risks
- market remuneration and
- it will allow for the appointment of additional Directors

4. Adoption of the Remuneration Report
Shareholders are entitled to vote on the question of whether the Remuneration Report as contained in the Annual Report for the year ended 30 June 2006 is to be adopted.

Shareholders should note that resolution 4 is advisory only and does not bind the Directors or the Company.

Following consideration of the Remuneration Report, the Chair will provide shareholders a reasonable opportunity to ask questions about, or make comments on the Remuneration Report.

Principal (China) Office
Level 12, Royal Plaza Building 19-1-12, Wenyi Road.,
Shenhe District, Shenyang, China 110016
Telephone: 86 24 8396 3397 Facsimile: 86 24 8396 3391
Email: alex.brown@astronchem.com

Astron Limited

ABN 97 000 285 272

Dear Shareholder,

I have pleasure in inviting you to attend our forty-seventh Annual General Meeting and have enclosed the Notice of Meeting, which sets out the items of business. The meeting will be held at Level 19, 2 Market Street Sydney NSW 2000 on Wednesday 29 November 2006 commencing at 11.00am.

If you are attending this meeting, please bring this letter with you to facilitate registration into the meeting.

If you are unable to attend the meeting, you are encouraged to complete the enclosed proxy form. The proxy form should be returned in the envelope provided or faxed to our Company Secretary on 61 2 9984 1379 so that it is received by 5.00pm on Monday 27 November 2006.

Corporate shareholders will be required to complete a "Certificate of Appointment of Representative" to enable a person to attend on their behalf. A form of this certificate may be obtained from the Company's share registry.

I look forward to your attendance at the meeting.

Yours sincerely

Mr G King
Chairman

Encl:

Proxy Form

Secretary
Astron Limited
P O Box 1035
Dee Why NSW 2099

I/We	
of	
being a member(s) of Astron Limited hereby appoint	
of	
or, in his/her absence	
of	

As my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the company to be held on the 29th November 2006 and at any adjournment of that meeting.

I/We desire to vote on the resolution as indicated below:

Please indicate with an X how you wish your vote to be cast. Unless otherwise instructed, the proxy may vote as he/she thinks fit.

The resolutions are numbered as in the notice of meeting

Resolution:	For	Against	Abstain
1. Directors and Financial Report	N/a	N/a	N/a
2. Election of Director			
- Mr. Robert Flew	☐	☐	☐
- Mr. Ronald McCullough	☐	☐	☐
- Mdm. Kang Rong	☐	☐	☐
3. Directors' Remuneration	☐	☐	☐
4. Remuneration Report	☐	☐	☐

Signed this day of 2006

Signature(s) of member(s)

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How to complete the Proxy Form

1.Your Address

This is your address as it appears on the company's hare register.

2.Appointment of a Proxy

A member may appoint the Chairman of the Meeting as your proxy, please complete as such. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of that individual or body corporate in the space provided. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a security holder of the company. Do not write the name of the issuer company or the registered security holder in the space.

3.Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes under each item of business. All your securities 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 securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, 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.

It is the Chairman's intention to vote for each of the Resolutions on the Proxy form.

4.Appointment of a Second Proxy

You are entitled to appoint up to two 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 copying this form.

To appoint a second proxy you must:

(a) indicate that you wish to appoint a second proxy by marking the box.

(b) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities 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.

(c) return both forms together in the same envelope.

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5.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, all of the security holders should sign.

Power of Attorney: To sign under Power of Attorney, you must have already lodged this document with the company share 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 under its common seal or by attorney. 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.

Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below no later than 48 hours before the commencement of the meeting at 11.00am 29 November 2006. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Documents maybe lodged at:

Registered Office - Level 19, 2 Market Street Sydney NSW 2000
Mailing Address - P O Box 1035 Dee Why NSW 2099
By Fax - 61 2 8984 1379

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