PLANTARD LTD

65 Hay Street, Subiaco WA 6000

7 December 2005

Company Announcements Office
Australian Stock Exchange Limited
Level 10 Exchange Centre
20 Bond Street
SYDNEY NSW 2000

Dear Sir/Madam

RESULTS OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

The following resolutions were passed at the General Meeting of Plantard Limited held on 7 December 2005. All resolutions were passed unanimously on a show of hands.

Reports and Accounts

To receive and consider the financial statements of the Company for the year ended 30 June 2005 together with the declaration of the directors, the directors' report, the remuneration report and the auditor's report.

Resolution 1 – Re-election of Matthew Fogarty

To consider and if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

> *"That, Matthew Fogarty, being a director of the Company who retires by rotation in accordance with the Constitution and, being eligible for re-election, is re-elected as a director of the Company."*

The proxies received for this resolution were:

For	59,465,549
Against	0
Abstain	751,000
Total	60,216,549

Resolution 2 – Remuneration Report

To consider and if thought fit, to pass, with or without amendment, the following resolution as a non-binding resolution:

> *"That for the purposes of Section 250R(2) of the Corporations Act, the Company adopt the Remuneration Report."*

The proxies received for this resolution were:

For	60,216,549
Against	0
Abstain	0
Total	60,216,549

SPECIAL BUSINESS

Resolution 3 – Change of Activities

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

> *"That, subject to the passing of all Resolutions 4 to 11 (inclusive), for the purposes of Listing Rule 11.1.2 of the Listing Rules of the Australian Stock Exchange Limited and for all other purposes, approval is given for the Company to make a significant change in the nature and scale of its activities as described in the Explanatory Statement accompanying this Notice."*

The proxies received for this resolution were:

For	19,660,997
Against	0
Abstain	40,555,552
Total	60,216,549

Resolution 4 – Consolidation of Capital

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

> *"That, subject to the passing of Resolutions 3 and 5 to 11 (inclusive), for the purposes of Section 254H of the Corporations Act and clause 10.1 of the Company's Constitution and for all other purposes, the issued capital of the Company be consolidated on the basis that:*
>
> *(a) every five (5) fully paid ordinary shares in the capital of the Company be consolidated into one (1) fully paid ordinary share in the capital of the Company; and*
>
> *(b) every five (5) options to acquire fully paid ordinary shares in the capital of the Company be consolidated into one (1) option to acquire a Share,*
>
> *and where this consolidation results in a fraction of a Share or option being held by a Shareholder or optionholder (as the case may be), the directors of the Company be authorised to round that fraction up to the nearest whole Share or option."*

The proxies received for this resolution were:

For	60,216,549
Against	0
Abstain	0
Total	60,216,549

Resolution 5 – Issue of New Class of Shares

To consider and if thought fit, to pass, with or without amendment, the following resolution as a **special resolution:**

> *"That, subject to the passing of Resolutions 3, 4 and 6 to 11(inclusive) for the purposes of Section 246B of the Corporations Act, clause 2.3 of the Constitution of the Company and for all other purposes, the Company be authorised to issue Class A Performance Shares, Class B Performance Shares and Class C Performance Shares, the terms of which are set out in the Explanatory Statement accompanying this Notice."*

The proxies received for this resolution were:

For	19,660,997
Against	0
Abstain	40,555,552
Total	60,216,549

Resolution 6 – Acquisition of First Capital Securities Limited

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution:**

> *"That, subject to the passing of Resolutions 3 to 5 (inclusive) and 7 to 11 (inclusive), for the purposes of Section 208, item 7 of Section 611 of the Corporations Act, Listing Rules 10.1 and 10.11 of the Listing Rules of Australian Stock Exchange Limited and for all other purposes, approval is given for the Company to complete the acquisition of FCSL by the allotment and issue of:*
>
> *(a) 15,000,000 Shares;*
>
> *(b) 10,000,000 Class A Performance Shares;*
>
> *(c) 10,000,000 Class B Performance Shares;*
>
> *(d) 10,000,000 Class C Performance Shares; and*
>
> *(e) 10,000,000 Options,*
>
> *on the terms set out in the Explanatory Statement accompanying this Notice."*

The proxies received for this resolution were:

For	19,660,997
Against	0
Abstain	40,555,552
Total	60,216,549

Resolution 7 – Allotment and Issue of Shares

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution:**

> *"That, subject to the passing of Resolutions 3 to 6 (inclusive) and 8 to 11 (inclusive), for the purposes of Listing Rule 7.1 of the Listing Rules of Australian Stock Exchange Limited and for all other purposes, approval is given for the Company to allot and issue up to 12,500,000 fully paid ordinary shares in the capital of the Company at an issue price of not less than $0.20 per share (on a post-consolidation basis) on the terms set out in the Explanatory Statement accompanying this Notice."*

The proxies received for this resolution were:

For	19,660,997
Against	0
Abstain	40,555,552
Total	60,216,549

Resolution 8 – Allotment and issue of Shares

To consider, and if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

> *"That subject to the passing of Resolutions 3 to 7 (inclusive) and 9 to 11 (inclusive), for the purposes of Listing Rule 7.1 of the Listing Rules of the Australian Stock Exchange Limited and for all other purposes, approval is given for the Company to allot and issue up to 10,200,000 fully paid ordinary shares in the capital of the Company at an issue price of not less than $0.133 per share (on a post-consolidation basis) on the terms set out in the Explanatory Statement accompanying this Notice."*

The proxies received for this resolution were:

For	19,660,997
Against	0
Abstain	46,555,552
Total	60,216,549

Resolution 9 – Election of Mr Terence Chilvers

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution:**

> *"That, subject to the passing of Resolutions 3 to 8 (inclusive) and 10 and 11, Mr Terence Chilvers, being eligible and having consented to act, be elected as a director of the Company on and from the date of Settlement."*

The proxies received for this resolution were:

For	60,216,549
Against	0
Abstain	0
Total	60,216,549

Resolution 10 – Election of Mr Derrick de Souza

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

> *"That, subject to the passing of Resolutions 3 to 9 (inclusive) and 11, Mr Derrick de Souza, being eligible and having consented to act, be elected as a director of the Company on and from the date of Settlement."*

The proxies received for this resolution were:

For	60,216,549
Against	0
Abstain	0
Total	60,216,549

Resolution 11 – Change of Name

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **special resolution**:

> *"That, subject to the passing of Resolutions 3 to 10 (inclusive), for the purposes of Section 157(1) of the Corporations Act and for all other purposes, the name of the Company be changed to "First Capital Group Limited)."*

The proxies received for this resolution were:

For	60,216,549
Against	0
Abstain	0
Total	60,216,549

Resolution 12 – Appointment of Auditor

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

> *"That, Moore Stephens, Brisbane, being qualified to act as auditor of the Company and having consented to act as auditor of the Company, be appointed as the auditor of the Company and that the Directors be authorised to agree their remuneration."*

The proxies received for this resolution were:

For	60,216,549
Against	0
Abstain	0
Total	60,216,549

Yours faithfully

MATTHEW FOGARTY
COMPANY SECRETARY