Harrington Group Limited

ABN 18 001 285 230

186 Beaconsfield Street
Milperra NSW 2214

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Revesby North NSW 2212

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FACSIMILE

Date:	25 October 2004
Message to:	Company Announcements Office
Company/Title:	Australian Stock Exchange Limited
Fax No:	1900 999 279
From:	W.J. Carpenter
No of Pages:	4 (including this header)

Announcement follows re Notice of Annual General Meeting & Proxy Form

NOTICE OF ANNUAL GENERAL MEETING

HARRINGTON GROUP LIMITED
ACN 001 285 230

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of members of HARRINGTON GROUP LIMITED will be held at the Commercial Travellers' Business Club Ltd (CTA Business Club), MLC Centre, Cnr. Castlereagh Street and Martin Place, Sydney, NSW on Monday, 29 November 2004 at 12:00 noon.

AGENDA

BUSINESS

1 **Ordinary Resolution**

Confirmation of minutes of previous members' meetings and business arising therefrom.

2 **Ordinary Resolution**

To receive and consider the financial statements of the Company for the year ended 30 June 2004 and the reports by Directors and Auditors thereon.

3 **Ordinary Resolution**

To elect directors:

(a) Mr. A. Silver retires by rotation. Mr. Silver is eligible and offers himself for re-election.

(b) Mr. F. Canturi retires by rotation. Mr. Canturi is eligible and offers himself for re-election

4. **General Business**

To transact any business which may lawfully be brought forward.

Proxies:

Please note that:

(i) A member entitled to attend and vote is entitled to appoint not more than 2 proxies;
(ii) Where more than one proxy is appointed, each proxy must be appointed to represent a specified portion of the members voting rights;
(iii) A proxy need not be a member;
(iv) Forms of proxy must be lodged at the registered office of the Company at least 48 hours prior to the meeting.

A form of proxy accompanies this Notice of Annual General Meeting.

In accordance with Section 250BA of the Corporations Act, the Company specified the following information for the purposes of receipt of proxy appointments:

186 Beaconsfield Street
Milperra NSW 2214

Facsimile Number: (02) 9771 4659

Each member entitled to attend and vote at the Meeting has the right to appoint a proxy to attend and vote at the Meeting on his or her behalf. The member may specify the way in which the proxy is to vote on each resolution or may allow the proxy to vote at his discretion. The instrument appointing the proxy must be received by the Company at the address notified by the Company at least 48 hours prior to the time of the commencement of the Meeting.

VOTING ENTITLEMENT

Harrington Group Limited (as convenor of the Meeting) has determined that a person's Entitlement to vote at the Meeting will, in accordance with Section 1109N of the Corporations Act, be the entitlement of that person set out in the register of members as at the close of business Sydney time on 26th November 2004.

CONTACT DETAILS

If you wish to discuss any aspects of this document with the Company contact W.J. Carpenter on telephone (02) 9772 4499.

BY ORDER OF THE BOARD

Company Secretary

Dated this 22nd day of October 2004

HARRINGTON GROUP LIMITED
ACN 001 285 230

PROXY FORM

I/We...being a member/members
(name in block letters)
of Harrington Group Limited, hereby appoint..
(name of proxy)
of...
or failing him the Chairman of the meeting as my/our proxy to vote for me/us and on our behalf for/against any resolution placed before the Annual General Meeting of the Company to be held at the Commercial Travellers' Business Club Ltd (CTA Business Club), MLC Centre, Cnr. Castlereagh Street and Martin Place, Sydney, NSW at 12:00noon on Monday 29th November 2004 and at any adjournment thereof.

Dated this.........................day of...2004

....
(Signature(s) of member/members)

Unless otherwise instructed the proxy will vote as he or she thinks fit, or abstain from voting. Should the member wish to direct the proxy how to vote, please place a cross on the appropriate line.

Note that the Chairman of the Meeting will vote in the affirmative for **Resolutions 1 to 3 inclusive** in relation to undirected proxies.

If you do **not** wish to direct your proxy how to vote, please place a mark in the box. ☐

By marking this box, you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of the resolution and votes cast by him other than as proxy holder will be disregarded because of that interest.

		In Favour	Against	Abstain
Resolution 1		☐	☐	☐
Resolution 2		☐	☐	☐
Resolution 3 – Election of Directors				
(a)	Mr. A. Silver	☐	☐	☐
(b)	Mr. F. Canturi	☐	☐	☐

Notes:

1 To be effective the proxy and the power of attorney (if any) under which it is signed must be received at the registered office of the Company at 186 Beaconsfield Street, Milperra NSW 2214, not less than 48 hours prior to the scheduled commencement of meeting or any adjournment thereof.

2 If it is desired to appoint 2 proxies, this form on the foot hereof should be completed.

I/We...being a member/members of
(name in block letters)
Harrington Group Limited, hereby appoint...
(name of first proxy)
to exercise........% of my/our voting rights and...
(name of second proxy)
to exercise........% of my/our voting rights to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 12:00noon on Monday 29th November 2004 and at any adjournment thereof.
Dated this.....................day of................................2004

....
(Signature(s) of member/members)