NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2010 Annual General Meeting of Hostech Limited ACN 009 805 298 will be held in the Lavender Room at the Kirribilli Club, 11 Harbourview Crescent, Lavender Bay, NSW, 2060 on Thursday, 25 November 2010 at 11:00 a.m. AEST.

The attached Explanatory Statement is provided to supply Shareholders with information to enable Shareholders to make an informed decision regarding the Resolutions set out in this Notice. The Explanatory Statement is to be read in conjunction with this Notice.

1. Agenda for the Meeting

Financial statements and reports

The Meeting will consider the financial statements and reports of the Company including the income statement, balance sheet, statement of changes in equity, cash flow statement, the notes to the financial statements, the Directors' declaration and the reports of the Directors and Auditors for the financial year ended 30 June 2010.

While no resolution is required in relation to this item, Shareholders will be given the opportunity to ask questions and make comments on the financial statements and reports.

The Company's auditor, Ernst & Young, will be present at the Meeting and Shareholders will have an opportunity to ask the auditor questions in relation to the conduct of the audit, the auditor's report, the Company's accounting policies, and the independence of the auditor.

The Hostech Limited 2010 Annual Report can be viewed online at the Company's website www.hostech.com.au on the "investors" page.

Resolution 1 - Adoption of Remuneration Report

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

"That for the purposes of section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report for the year ended 30 June 2010 included in the Directors' Report, which is attached to the Financial Statements as required under section 300A of the Corporations Act, be adopted by the Company."

Note: In accordance with section 250R(3) of the Corporations Act, the votes cast in respect of this resolution are advisory only and do not bind the Directors or the Company.

Resolution 2 - Election of Ilkka Tales as a Director

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

"That Ilkka Tales, having been appointed as a Director of the Company by a resolution of the Board of Directors on 11 November 2009, offers himself for election pursuant to article 13.4 of the Company's Constitution and being eligible, is elected as a Director of the Company."

Resolution 3 - Election of Carlos Perez Sotomayor as a Director

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

"That Carlos Perez Sotomayor, having been appointed as a Director of the Company by a resolution of the Board of Directors on 13 January 2010, offers himself for election pursuant to article 13.4 of the Company's Constitution and being eligible, is elected as a Director of the Company."

Resolution 4 - Election of Peter Kazacos as a Director

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

"That Peter Kazacos, having been appointed as a Director of the Company by a resolution of the Board of Directors on 30 April 2010, offers himself for election pursuant to article 13.4 of the Company's Constitution and being eligible, is elected as a Director of the Company."

Resolution 5 - Election of Steven McAllister as a Director

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

"That Steven McAllister, having been appointed as a Director of the Company by a resolution of the Board of Directors on 30 April 2010, offers himself for election pursuant to article 13.4 of the Company's Constitution and being eligible, is elected as a Director of the Company."

Resolution 6: Removal of Auditors

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

"That, for the purposes of section 329(1) of the Corporations Act and for all other purposes, Ernst & Young be removed as auditor of the Company as at the date of this Meeting".

Resolution 7: Appointment of Auditors

To consider and if thought fit, pass the following resolution as a special resolution:

"That, subject to the passing of Resolution 6, for the purposes of section 327D of the Corporations Act and for all other purposes, the Company appoints PricewaterhouseCoopers (having consented in writing to act as auditor of the Company) as auditor of the Company."

Resolution 8: Change of Company Name

To consider and, if thought fit, pass the following resolution as a special resolution:

"*That, for the purposes of section 157(1) of the Corporations Act and all other purposes, approval is given that the name of the Company be changed from Hostech Limited to Anittel Group Limited."*

Resolution 9: Amendment of constitution as a result of change of company name

To consider and, if thought fit, pass the following resolution as a special resolution:

"*That, conditional on Resolution 8 being passed, the Company's constitution is amended accordingly to reflect the change of name of the Company to "Anittel Group Limited".*

2. Determination of voting entitlement

For the purpose of determining a person's entitlement to vote at the Meeting, a person will be recognized as a shareholder and the holder of Shares if that person is registered as a holder of those Shares at 7:00 p.m. AEST on Tuesday, 23 November 2010.

3. Votes

Unless a poll is demanded in advance of voting on a resolution, voting on each resolution will initially be by way of a show of hands. On a show of hands, each member present in person or by proxy or, in the case of a body corporate, by a representative, shall have one vote.

On a poll, every member present in person or by attorney or by proxy or, in the case of a body corporate, by a representative, shall have one vote for each share held by him, her or it.

4. Proxies

A Shareholder entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of the Shareholder.

Where the Shareholder is entitled to cast two or more votes, the Shareholder may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

If the Shareholder appoints two proxies and the appointment does not specify the proportion or number of the Shareholder's votes each proxy may exercise, each proxy may exercise half of the votes.

A proxy need not be a Shareholder.

To be effective, the instrument of appointment of a proxy (and power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority) must be received by the Company at 71 Thistlethwaite Street, South Melbourne VIC 3205 or by facsimile on 03 9698 7878 by 11:00 a.m. AEST on Tuesday 23 November 2010.

A form of proxy accompanies this Notice of Meeting.

5. Questions and Comments by Shareholders at the Meeting

A reasonable opportunity will be given to Shareholders to ask questions and/or make comments on the management of the Company at the Meeting.

A reasonable opportunity will be given for Shareholders to ask questions of the Company's external auditor, Ernst & Young. These questions should relevant to:

a) the conduct of the audit;
b) the preparation and contents of the audit report;
c) the accounting policies adopted by the Company in relation to the preparation of its financial statements; and
d) the independence of the auditor in relation to the conduct of the audit.

Shareholders may also submit a written question to Ernst & Young if the question is relevant to the content of the audit report or the conduct of its audit of the Company's financial report for the year ended 30 June 2010. Relevant written questions for Ernst & Young must be received by the Company no later than 11:00 a.m. AEST on 23 November 2010. A representative of Ernst & Young will provide answers to the questions at the Meeting.

Justyn Stedwell
Company Secretary
On behalf of the Board of Directors
Hostech Limited

20 October 2010

EXPLANATORY STATEMENT

This Explanatory Statement is intended to provide Shareholders with sufficient information to assess the merits of the Resolutions contained in this Notice.

The Directors recommend that Shareholders read this Explanatory Statement in full before making any decision in relation to the Resolutions.

Resolution 1: Adoption of remuneration report

In accordance with Section 300A(1) of the Corporations Act the Remuneration Report is included in the Directors Report for the financial year ended 30 June 2010.

Sections 249L(2) and 250R(2) of the Corporations Act require that the Company put a resolution to shareholders that the Remuneration Report be adopted. In accordance with section 250R(3) of the Corporations Act, the votes cast in respect of this resolution are advisory only and do not bind the Directors or the Company.

The Remuneration Report is set out on pages 10 to 20 of the Company's 2010 Annual Report. The Hostech 2010 Annual Report can be viewed online at the Company's website www.hostech.com.au on the "investors" page.

Resolution 2: Election of Ilkka Tales as a Director

In accordance with article 13.4 of the Company's Constitution, Ilkka Tales, a Director appointed subsequent to the last Annual General Meeting of the Company and retiring at the close of this Annual General Meeting, offers himself for election as a Director.

Ilkka Tales was appointed an Executive Director 11 November 2009 and was appointed Chief Executive Officer on 1 March 2010. Ilkka has over 18 years global and regional telecommunications experience having worked for telecommunications operators, a handset manufacturer, service providers and software vendors. He was previously Chief Executive Officer/Founder of Engin Limited, Chief Executive Officer of Mobile Innovations Ltd, Chairman of LookMobile, a board member of ACIF and has held senior positions at Philips Communications and Telstra. Ilkka is currently Chairman of MoGeneration, Australia's leading iPhone application developer.

Resolution 3: Election of Carlos Perez Sotomayor as a Director

In accordance with article 13.4 of the Company's Constitution, Carlos Perez Sotomayor, a Director appointed subsequent to the last Annual General Meeting of the Company and retiring at the close of this Annual General Meeting, offers himself for election as a Director.

Carlos has over 15 years experience in the telecommunications industry. Starting at Optus in 1994 in Finance and Special Projects his last role was Commercial Manager of the Marketing Division. Carlos then became International Chief Financial Officer for a group with eight telecommunications start up operations in eight different countries. In 2002, Carlos founded T3

Communications, a switchless landline service provider focused on Australian SME customers. After three and a half years, T3 was sold to Pacific Internet five-folding the original shareholders investment. In 2008, Carlos founded 5Star Telecom, another switchless reseller of landline, mobile and data for SME customers. Hostech bought the assets of 5Star in 2010 and Carlos became a Director and Chief Operations Officer of the Company.

Resolution 4: Election of Peter Kazacos as a Director

In accordance with article 13.4 of the Company's Constitution, Peter Kazacos, a Director appointed subsequent to the last Annual General Meeting of the Company and retiring at the close of this Annual General Meeting, offers himself for election as a Director.

Peter Kazacos was appointed Executive Chairman of Hostech on 30 April 2010. Peter has over 35 years experience in the IT industry. He founded KAZ Technology in 1988, guiding it from a small IT services company in NSW to one of Asia Pacific's leading IT services and business process outsourcing service providers with over 4,000 employees, as a fully owned subsidiary of Telstra. He also founded Anittel Limited, building it into one of Australia's leading IT&C service providers operating outside the major metropolitan areas, leading to its acquisition in 2010 by Hostech Limited, representing a major strategic milestone in the transformation and convergence of the IT&T industry. Prior to founding KAZ and Anittel, Peter held a number of senior technical positions in the Australian IT industry with leading Australian organisations. He was the recipient of the inaugural Australian Entrepreneur of the Year 2001 award in the Technology, Communications, Ecommerce and Biotechnology category. Peter has been inducted into the Hall of Fame at both the IT&T Awards and ARN IT Industry Awards and is the recipient of the prestigious CSIRO Tony Benson Award for Individual Achievement in ICT.

Resolution 5 – Election of Steve McAllister as a Director

In accordance with article 13.4 of the Company's Constitution, Steve McAllister, a Director appointed subsequent to the last Annual General Meeting of the Company and retiring at the close of this Annual General Meeting, offers himself for election as a Director.

Steve has over 20 years of experience in the United States and Australia working at a senior executive level with a number of leading IT services and systems businesses including Andataco, Gateway Computers, and Autodesk. Steve was also the founder of Wizshop.com, a popular shopping engine used by internet service providers in the United States and the U.K. In addition to his role with Hostech, Steve is an executive director of sales within Telstra in which he has accountability for all of Telstra Business' Account Managed sales force on a national scale.

Resolution 6: Removal of Auditors

Approval is sought under section 329 of the Corporations Act to remove Ernst & Young as auditor of the Company. Under section 329 of the Corporations Act, an auditor of a company may be removed from office by resolution at a general meeting, notice of which has been given as required by the Act.

On 6 October 2010 a notice of intention to propose a resolution at the Company's 2010 Annual General Meeting to remove the Company's auditor was provided to the Company Secretary pursuant to section 329(1A) of the Corporations Act (the "**Notice of Intention**"). In accordance with section 329(2) of the Corporations Act, the Company provided a copy of the Notice of Intention to Ernst & Young.

Under section 329(3) of the Corporations Act, Ernst & Young are entitled, within 7 days of receiving a copy of the Notice of Intention, to make representations in writing to the Company and request those representations be sent to members prior to the Meeting. Ernst & Young did not make any representation pursuant to section 329(3) of the Corporations Act.

Resolution 7: Appointment of Auditors

For the purposes of section 327D of the Corporations Act, Shareholder approval is sought to appoint PricewaterhouseCoopers as auditor to the Company, subject to the removal of Ernst & Young as the Company's auditor (Resolution 6).

Resolution 7 is required to fill the vacancy created by the removal of Ernst & Young as the Company's auditor (if Resolution 6 is passed).

Corfe Associates Pty Ltd <Corfe Assocs Super Fund A/C>, being a Shareholder of the Company, has nominated that PricewaterhouseCoopers be appointed as auditor. A copy of this nomination is attached as Annexure A to this Notice of Meeting and Explanatory Statement.

If Resolutions 6 and 7 are passed, the appointment of PricewaterhouseCoopers as the Company's auditor will take effect at the close of this Meeting.

Resolution 8: Change of Company Name

The Company proposes to change its name to Anittel Group Limited. The Directors propose the Company's name be changed to reflect the Company's major brand, Anittel. The name Anittel Group Limited also greater reflects the nature of our business - IT and telecommunications.

In accordance with section 157(1) of the Corporations Act, the proposed change of company name requires the approval of Shareholders by special resolution.

The Directors unanimously resolved that the name change to Anittel Group Limited be put to Shareholders at this meeting. The Directors unanimously recommend that Shareholders vote in favor of Resolution 8 to change the Company's name to Anittel Group Limited.

Resolution 9: Amendment of constitution as a result of change of company name

Conditional on Resolution 8 being passed, it is proposed that related amendments be made to the Company's constitution. The Company's directors consider that the proposed name change will not materially alter the effect of the existing constitution of the Company.

It is proposed that the Company's constitution be amended in the following manner:

- In the title of the Company's constitution, replace the words "Tennyson Networks Limited" with "Anittel Group Limited"; and

- In the heading on page 1 of the Company’s constitution, replace the words “Tennyson Networks Limited” with “Anittel Group Limited”.

Under section 136(2) of the Corporations Act, a company must obtain member approval by way of special resolution prior to modifying its constitution.

If you would like a copy of the proposed amended constitution of the Company, please contact the Company Secretary, Justyn Stedwell, on 03 9698 7817.

The Directors unanimously recommend that Shareholders vote in favour of this resolution.

GLOSSARY

In the Notice of Meeting and Explanatory Statement the following terms have the following meanings:

AEST means Australian Eastern Standard Time.

ASIC means the Australian Securities and Investments Commission.

ASX means ASX Limited.

ASX Listing Rules means the listing rules of ASX.

Board means the board of directors of the Company.

Company or **Hostech** means Hostech Limited (ABN 98 009 805 298).

Corporations Act means Corporations Act 2001 (Cth).

Director means a current director of the Company.

Explanatory Statement means the explanatory statement to this notice of general meeting.

Meeting means the 2010 Annual General Meeting of the Shareholders of the Company to be held on 25 November 2010, to which the Notice of Meeting and Explanatory Statement relate.

Notice of Intention means the notice of intention to move the resolution to remove the auditor.

Notice of Meeting means the notice of meeting of the Company dated 20 October 2010.

Resolution means a resolution referred to in the Notice.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a holder of Shares.

Words importing the singular include the plural and vice versa.

Annexure A
Auditor Nomination

6 October 2010

The Directors
Hostech Limited
Level 10, 132 Arthur St
North Sydney
NSW 2060

NOMINATION OF AUDITOR

Dear Sirs

In accordance with the provisions of section 328B of the Corporations Act, Corfe Associates Pty Ltd <Corfe Assocs Super Fund A/C>, being a member of Hostech Limited, hereby nominates PricewaterhouseCoopers for appointment as auditor of Hostech Limited.

Yours faithfully

Campbell Corfe
Director
Corfe Associates Pty Ltd

HOSTECH LIMITED
PROXY FORM FOR 2010 ANNUAL GENERAL MEETING

I/We ____

of ____

am/are a member of Hostech Limited and I/we appoint as my/our proxy:

____

of ____

or failing the person named, or if no person is named, the Chairman of the Annual General Meeting of the Company, to be held in the Lavender Room at the Kirribilli Club, 11 Harbourview Crescent, Lavender Bay, NSW, 2060 on Thursday, 25 November 2010 at 11:00 a.m. AEST, to vote for me/us at the meeting in accordance with the following directions (or if no directions have been given, as the proxy sees fit) and at any adjournment of that meeting.

If 2 proxies are being appointed the proportion of voting rights this proxy is authorised to exercise is …………..%. (The Company will supply an additional form on request).

		For	**Against**	**Abstain**
Resolution 1	**Adoption of Remuneration Report**	☐	☐	☐
Resolution 2	**Election of Ilkka Tales as a Director**	☐	☐	☐
Resolution 3	**Election of Carlos Perez Sotomayor as a Director**	☐	☐	☐
Resolution 4	**Election of Peter Kazacos as a Director**	☐	☐	☐
Resolution 5	**Election of Steven McAllister as a Director**	☐	☐	☐
Resolution 6	**Removal of Auditors**	☐	☐	☐
Resolution 7	**Appointment of Auditors**	☐	☐	☐
Resolution 8	**Change of Company Name**	☐	☐	☐
Resolution 9	**Amendment of constitution as a result of change of Company name**	☐	☐	☐

The Chairman intends to vote all undirected proxies in favour of all resolutions.

If the Chair of the meeting is appointed as your proxy, or may be appointed by default and you do **not** wish to direct your proxy how to vote as your proxy in respect of a resolution, please place a mark in the box: ☐

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

If you do not mark this box, and you have not directed your proxy how to vote, the Chair will not cast your votes on the resolution and your votes will not be counted in calculating the required majority if a poll is called on the resolution.

Signature of Member(s): .... Date: ....

Individual or Member 1	Member 2	Member 3
Sole Director/Company Secretary	**Director**	**Director/Company Secretary**

Contact Name: ....Contact Ph (daytime): ....

PROXY INSTRUCTIONS

A member entitled to attend and vote at a meeting is entitled to appoint not more than 2 proxies. If more than one proxy is appointed then neither proxy can vote on a show of hands.

Where more than 1 proxy is appointed, each proxy may be appointed to represent a specific portion of the member's voting rights. If the appointments do not specify the percentage of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.

A proxy need not be a member of the Company.

A proxy form must be signed by the member or his or her attorney. Proxies given by corporations must either be signed under seal or under the hand of a duly authorised officer of attorney.

If a representative of a corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from Computershare Investor Services Pty Limited.

To be valid, the proxy form and the Power of Attorney or other authority (if any) under which it is signed (or a certified copy) must be lodged at the address or fax number below **NO LATER THAN 11.00AM ON 23 NOVEMBER 2010**. Any proxy form received after that time will not be valid for the scheduled meeting.

The Company Secretary
Hostech Limited
71 Thistlethwaite Street
SOUTH MELBOURNE VIC 3205

Fax: +61 (0)3 9 698 7878