DROMANA ESTATE LIMITED

ABN 58 090 000 278
Registered Office: Level 6, 412 Collins Street, Melbourne, 3000
Phone: 61 3 9600 3242 Facsimile: 61 3 9600 3245

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Dromana Estate Limited ("Company") will be held at Dromana Estate Winery, 555 Old Mooroodue Road, Tuerong 3933, on Wednesday November 30, 2005 at 11.00am

ORDINARY BUSINESS

Item 1. **Accounts & Reports**
To receive and consider, the Declaration and Report of the Directors, the Report of the Auditor, and the Accounts for the year ended 30 June 2005.

Item 2. **Adoption of the Remuneration Report for the year ended 30 June 2005.**
To consider and put to a non-binding vote the following resolution:

"That the Remuneration Report required by section 300A of the Corporations Act, as contained in the Directors Report of the Company for the year ended 30 June 2005 be adopted"

Item 3. **Election of Director**
Mr. D. Traeger retires by rotation under the Company's Constitution, is eligible and offers himself for re-election.

Item 4. **Election of Director**
Mr. D. Craig retires by rotation under the Company's Constitution, is eligible and offers himself for re-election.

Item 5. **Other Business**
To consider any other business that maybe properly brought before the meeting in accordance with the Company's Constitution.

VOTING

A member of DMY can vote in either of two ways:

- by attending the meeting and voting in person or by attorney; or
- by appointing a proxy to attend and vote on their behalf.

VOTING BY PROXY

- A member entitled to attend and vote at the General Meeting is entitled to appoint not more than two proxies.
- Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the member's voting rights.
- A proxy need not be a member of the Company.
- A proxy appointed to attend and vote instead of a member has the same right as the member to speak and vote at the meeting on a show of hands and on a poll.

- Where a proxy is appointed by a member's attorney, the power of attorney together with evidence of non-revocation must be lodged with the proxy form.

- A proxy form appointing a proxy for a corporation must be executed in accordance with section 127 of the *Corporations Act*.

- Proxy forms (and the power of attorney (if any) under which they are signed or proof thereof to the satisfaction of the directors) must be lodged at Level 6, 412 Collins Street, Melbourne not less than 48 hours before the time of the meeting. A reply paid envelope is enclosed for your use. Alternatively, and if received or recorded by the same time, proxy forms (and the power of attorney (if any) under which they are signed or proof thereof to the satisfaction of the directors) may be lodged by facsimile on 03 9600 3245.

- Members of DMY who return their proxy forms but do not nominate the identity of their proxy will be taken to have appointed the Chairman of the meeting as their proxy to vote on their behalf. If a proxy form is returned but the nominated proxy does not attend the meeting, the Chairman of the meeting will act in place of the nominated proxy and vote in accordance with any instructions. A form of proxy is enclosed with this Notice of General Meeting. An additional form will be supplied by the Company on request.

By Order of the Board

Chris Ritchie
Company Secretary
October 20, 2005