F.F.I. HOLDINGS LIMITED

A.C.N. 009 155 328
23 Knock Place, Jandakot, W.A. 6164
Telephone +61 8 9417 4088 Facsimile +61 8 9417 3063

NOTICE OF 2005 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of shareholders of the Company will be held at 23 Knock Place, Jandakot on Monday the 28th November 2005 at 9.30 am for the purpose of transacting the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Report of the company and of the economic entity for the year ended 30th June 2005 and the Reports by Directors and Auditors thereon.

2. To declare a fully franked final dividend of 7.25 cents per ordinary share as recommended by the Directors.

3. Mr. R.W. Warr retires by rotation in accordance with the provisions of the constitution and being eligible, offers himself for re-election.

4. To receive, consider and adopt the Remuneration Report for the year ended 30th June 2005 (set out in the Directors' Report).

5. To transact any business that may be lawfully brought forward.

SPECIAL BUSINESS

To consider, and if thought fit, to pass the following resolutions as Special Resolutions:

A. That Mr G.W. Nicholson, being a Director be permitted to participate in an issue of shares under the F.F.I. Holdings Ltd. Executive Share Plan 2003 (Plan 2003) to a maximum extent of 15,000 shares, such shares to be acquired on market at market price or alternatively issued at market value (such price being no less than the higher of the weighted average price of all of the Company's ordinary shares sold on the Australian Stock Exchange Limited during the 5 business days immediately preceding the date of the offer by the Board; or if there are no sales during the aforesaid period the last market price before the date of the offer) upon the terms set out in the Rules of the Scheme.

   That in conjunction with the issue of shares and in accordance with the rules of the Plan 2003, F.F.I. Holdings Ltd. extend to G.W. Nicholson a non-recourse interest free loan for the total consideration and associated settlement costs for the shares issued under the Plan 2003.

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NOTICE OF 2005 ANNUAL GENERAL MEETING (Continued)

SPECIAL BUSINESS (Continued)

B. That Mr R.G. Strong, being a Director be permitted to participate in an issue of shares under the F.F.I. Holdings Ltd. Executive Share Plan 2003 (Plan 2003) to a maximum extent of 15,000 shares, such shares to be acquired on market at market price or alternatively issued at market value (such price being no less than the higher of the weighted average price of all of the Company's ordinary shares sold on the Australian Stock Exchange Limited during the 5 business days immediately preceding the date of the offer by the Board; or if there are no sales during the aforesaid period the last market price before the date of the offer) upon the terms set out in the Rules of the Scheme.

That in conjunction with the issue of shares and in accordance with the rules of the Plan 2003, F.F.I. Holdings Ltd. Extend to R.G. Strong a non-recourse interest free loan for the total consideration and associated settlement costs for the shares issued under the Plan 2003.

BY ORDER OF THE BOARD

R.G. Moonen
Secretary
27th October, 2005

PROXIES:

A member entitled to attend and vote is entitled to appoint a proxy to attend and vote in his/her stead. That person need not be a member of the company, but should be a natural person over the age of 18 years. A member may appoint a maximum of two (2) persons as their proxy, and if doing so the proportion of the member's voting rights given in favour of each proxy must be specified. A proxy form is attached to this notice, which, if completed, must be lodged at the registered office of the company not less than 48 hours before the timing of the meeting.

NOTE:

Any votes cast (other than in respect of proxies given by other members of the Company which contain clear instructions as to how such votes are to be exercised) on the above special resolutions A and B by an officer of the Company or any associate of that officer who is eligible to participate in the Plan shall be disregarded in determining the result of the resolution.