



® **PLASPAK GROUP LIMITED**

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 11th Annual General Meeting of the shareholders of Plaspak Group Limited ("the Company") will be held at the Sofitel Wentworth Sydney Hotel, 61-101 Phillip Street, Sydney, New South Wales, commencing at 3pm on Tuesday, 22 November 2005. Registration will open at 2.30pm.

AGENDA

Ordinary Business

1. *Financial & statutory reports*

To receive and consider the financial report of the Company and the reports of the directors and of the auditor for the financial year ended 30 June 2005.

2. *To re-elect a non-executive director*

Raymond Michael Beath retires by rotation in accordance with the Constitution and, being eligible, offers himself for re-election.

Information regarding the qualifications and experience of Mr Beath is included on page 20 of the Company's 2005 Annual Report.

3. *To re-elect an executive director*

Glenn Robert Molloy retires by rotation in accordance with the Constitution and, being eligible, offers himself for re-election.

Information regarding the qualifications and experience of Mr Molloy is included on page 20 of the Company's 2005 Annual Report.

4. *Adoption of 'Remuneration Report'*

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

'That the Remuneration Report of the Company for the financial year ended 30 June 2005 is adopted.'

Note: In accordance with section 250R of the Corporations Act 2001, the vote on resolution 4 will be advisory only and will not bind the directors or the Company. The Remuneration Report can be found on pages 38 to 40 of the Company's 2005 Annual Report.

5. *Other business*

To transact any other business that may be brought forward in conformity with the Constitution of the Company.

By Order of the Board



Robert Nicholls
Company Secretary

DATED: 14 October 2005

Appointment of proxies

A member who is entitled to attend and vote at the meeting may appoint a proxy to attend and vote at the meeting on behalf of that member. A proxy may be an individual or body corporate and is not required to be a member of the Company. A member who is entitled to cast two or more votes at the meeting may appoint two proxies. Where a member appoints two proxies, the member may specify the proportion or number of votes each proxy is appointed to exercise. Where a member appoints two proxies but does not specify the proportion or number of votes each proxy may exercise, each proxy may exercise half of the member's votes. Fractions will be disregarded.

A member may direct the member's proxy how to vote on the proposed resolutions by following the instructions on the Proxy Form that accompanies this Notice of Meeting.

A proxy may decide whether or not to vote on any proposed resolution, except where required by law or the Company's constitution to vote. If the member appointing the proxy:

- directs the proxy how to vote on a proposed resolution, then the proxy may vote on that resolution only in the way directed;
- does not direct the proxy how to vote on a proposed resolution, then the proxy may vote on that resolution as the proxy thinks fit.

If a member appoints the Chairman of the meeting as proxy and does not direct the Chairman how to vote on an item of business, then, if a poll is called on that item, the Chairman will vote as proxy for that member in favour of that item of business.

To be effective, proxy forms must be received:

- at the registered office of the Company at 25-27 Waratah Street, Kirrawee, New South Wales 2232;
- by facsimile on (02) 9521 4561; or
- by e-mail to proxies@plaspak.com.au

by 3.00pm (Sydney time) on or by Sunday, 20 November 2005.

Proxies received after the nominated time will not be effective for the scheduled meeting.

A form of proxy accompanies this Notice of Meeting and must be completed in accordance with the instructions 'How to complete the proxy form' provided with the Proxy Form.

Corporate representatives

A body corporate that is a member, or that has been appointed as a proxy of a member, may appoint an individual to act as its representative at the meeting. The appointment must comply with the requirements of section 250D of the *Corporations Act 2001*. The representative should bring to the meeting evidence of his or her appointment, including the authority under which it is signed, unless the evidence has previously been given to the Company.

Determination of entitlements to attend and vote at the meeting

Under the *Corporations Regulations 2001* and the Company Constitution, the Company has determined that the shares of the Company on issue as at 3.00pm (Sydney time) on Sunday, 20 November 2005 will be taken, for the purposes of the meeting, to be held by the persons who held them at that time. Accordingly, the persons entitled to attend and vote at the meeting will be the registered holders of the Company's shares at the time.

Shareholder questions

This year, the Company is offering a facility for shareholders to submit written questions in advance of the meeting. To submit a written question, please complete and return the accompanying form, or submit the question online, in accordance with the instruction on the form. The form must be received by the Company no later than Tuesday, 15 November 2005. Questions should relate to matters that are relevant to the business of the meeting, as outlined in this Notice of Meeting.

Questions will be collated and, during the meeting, the Chairman will seek to address as many of the more frequently raised topics as possible and, where appropriate, will give a representative of BDO, the Company's auditor, the opportunity to answer written questions submitted to the auditor. However, there may not be sufficient time available at the meeting to address all topics raised. Please note that individual responses will not be sent to shareholders.