NOTICE OF ANNUAL GENERAL MEETING 2013 EXPLANATORY STATEMENT AND PROXY FORM

GLOBAL CONSTRUCTION SERVICES LIMITED

ABN 81 104 662 259

For the Annual General Meeting to be held in Botanical 1, Lower Level, The Crown Perth Convention Centre, Crown Perth, Great Eastern Highway, Burswood Western Australia 6100 on 26 November 2013 commencing at 9.15 am (WST).

THIS IS AN IMPORTANT DOCUMENT. PLEASE READ IT CAREFULLY.

IF YOU ARE UNABLE TO ATTEND THE ANNUAL GENERAL MEETING, PLEASE COMPLETE THE PROXY FORM ENCLOSED AND RETURN IT IN ACCORDANCE WITH THE INSTRUCTIONS SET OUT ON THAT FORM.


GCS

NOTICE OF GENERAL MEETING

Notice is hereby given that the 2013 Annual General Meeting of Shareholders of Global Construction Services Limited (ACN 104 662 259) ("GCS or the Company") will be held in Botanical 1, Lower Level, The Crown Perth Convention Centre, Crown Perth, Great Eastern Highway, Burswood Western Australia 6100 on 26 November 2013 commencing at 9.15am (WST) for the purpose of transacting the following business referred to in this Notice of Annual General Meeting.

ORDINARY BUSINESS

FINANCIAL STATEMENTS AND REPORTS YEAR ENDED 30 JUNE 2013

To receive and consider the Annual Financial Statements of the Company for the year ended 30 June 2013 including the Directors' Report and the Auditor's Report as set out in the Company's Annual Report.

RESOLUTION 1: NON BINDING RESOLUTION TO ADOPT REMUNERATION REPORT

To consider and, if thought fit, to pass, with or without amendment, the following as an ordinary resolution:

"To adopt the Remuneration Report as set out in the Annual Report for the year ended 30 June 2013"

Note: The vote on this Resolution is advisory only and does not bind the Directors or the Company. Shareholders are encouraged to read the Explanatory Statement for further details on the consequences of voting on this Resolution.

VOTING EXCLUSION

The company will disregard any votes cast on Resolution 1 by or on behalf of a Restricted Voter[1]. However, the Company need not disregard a vote if:

a. it is cast by a person as a proxy appointed in writing that specifies how the proxy is to vote on the proposed resolution; and
b. it is not cast on behalf of a Restricted Voter

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[1] "Restricted Voter" means a member of Key Management Personnel, details of whose remuneration are included in the Remuneration report and their Closely Related Parties.

RESOLUTION 2: RE-ELECTION OF MR GEORGE CHIARI

To consider and, if thought fit, to pass, with or without amendment, the following as an ordinary resolution:

"That Mr George Chiari, who retires as a director in accordance with Clause 6.3 of the Company's Constitution and, being eligible and offering himself for re-election, be re-elected as a director of the Company with immediate effect."

OTHER BUSINESS

To deal with any other business which may be brought forward in accordance with the Company's Constitution or the Corporations Act.

Dated this 24 Day of October 2013
By Order of the Board

Vince Gerasolo
Company Secretary
Global Construction Services Limited

We are committed to safety – it's our primary focus and a part of our culture.

NOTICE OF GENERAL MEETING

VOTING

Shareholders can vote in the one of the following ways:

- attending the meeting and voting in person, by attorney or, in the case of corporate shareholders, by corporate representative;
- by appointing a proxy to attend and vote at the meeting on their behalf using the proxy form accompanying this Notice of Meeting and by submitting their proxy appointment and voting instructions.

PROXIES

a. A Shareholder entitled to attend and vote at the meeting is entitled to appoint a proxy.

b. A proxy need not be a member of the Company.

c. A Shareholder may appoint a body corporate or an individual as its proxy.

d. A body corporate appointed as a Shareholder's proxy may appoint an individual as its representative to exercise any of the powers that the body may exercise as the Shareholder's proxy.

e. Shareholders entitled to cast two or more votes may appoint two proxies; and

f. may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

g. Proxy forms must be returned by no later than 48 hours before the meeting (i.e 9.15 am WST on 24 November 2013) to:

Computershare Investor Services Pty Ltd
GPO Box 242, Melbourne VIC 3001 Australia

The Proxy Form accompanying this Notice of Annual General Meeting provides further details on appointing proxies and lodging proxy forms. If a Shareholder appoints a body corporate as its proxy and the body corporate wishes to appoint an individual as its representative, the body corporate should provide that person with a certificate or letter executed in accordance with the Corporations Act authorising him or her to act as that body corporate representative. The authority may be sent to the Company or its share registry in advance of the meeting or handed in at the meeting when registering as a corporate representative.

VOTING ENTITLEMENTS

In accordance with Regulations 7.11.37 and 7.11.38 of the Corporations Regulations 2001, the Board has determined that a person's entitlement to vote at the Annual General Meeting will be the entitlement of that person set out in the register of Shareholders as at 7.00 pm (WST) on 24 November 2013. Transactions registered after that time will be disregarded in determining a person's entitlement to attend and vote at the Annual General Meeting.

We offer local and regional expertise
backed by national capabilities
to deliver the best project outcomes.


GCS

NOTICE OF GENERAL MEETING

EXPLANATORY STATEMENT

This Explanatory Statement is prepared to provide Shareholders with material information known to the Company to enable them to make an informed decision on how to vote on the business to be conducted at the Annual General meeting of Global Construction Services Limited.

The Directors recommend shareholders read this Explanatory Statement in full before making any decision in respect to the Resolutions.

Certain terms and abbreviations used in this Explanatory Statement have defined meanings which are explained in the glossary at the end of this Explanatory Statement.

FINANCIAL STATEMENTS AND REPORTS

The first item of the Notice of Annual General Meeting deals with the consolidated Annual Financial Report of the Company for the financial year ended 30 June 2013 together with the Directors' Declaration and Report in relation to that financial year and the Auditor's Report on those Financial Statements. Shareholders should consider these documents and raise any matters of interest with the Directors when this item is being considered.

No resolution is required to be moved in respect of this item.

Shareholders will be provided a reasonable opportunity to ask questions or make comments in relation to these reports and on the business and management of the Company.

The Chairman will also provide Shareholders a reasonable opportunity to ask the Auditor questions in respect of:

- The conduct of the audit;
- The preparation and content of the independent Audit Report;
- The accounting policies adopted by the Company in relation to the preparation of accounts; and
- The independence of the Auditor in relation to the conduct of the audit.

RESOLUTION 1: REMUNERATION REPORT

The Directors' Report for the year ended 30 June 2013 contains a Remuneration Report which sets out the polices, remuneration details and service agreements for the remuneration of Directors and Executives of the Company. In accordance with Section 250R(2) of the Corporations Act, a resolution for adoption of the remuneration report is required to be considered and voted on by shareholders.

The Remuneration Report is set out in the Company's 2013 Annual Report which is also available on the Company's website (www.gcs-group.com.au).

Shareholders will be provided a reasonable opportunity to ask questions or make comments on the Remuneration Report.

The vote on the adoption of the Remuneration Report is advisory only and does not bind the Directors or the Company. However, if at least 25% of the votes cast are against adoption of the Remuneration Report at two consecutive annual general meetings, the Company will be required to put a resolution (**spill resolution**) at the second Annual General Meeting, to approve calling an extraordinary general meeting (**spill meeting**) within 90 days, at which all the Directors, other than the Group Managing Director, who were in office when the 2013 Directors' Report was approved, will (if desired) need to stand for re-election at the spill meeting.

The Company did not receive a "no" vote of 25% or more in regard to the remuneration report of the 2012 Annual General Meeting (i.e. less than 25% of the votes were cast against the 2012 remuneration report).

RESOLUTION 2: RE-ELECTION OF MR GEORGE CHIARI

In accordance with article 6.3 of the Company's Constitution, Mr Chiari will retire by rotation and being eligible, offer himself for re-election at the annual general meeting.

Mr Chiari is a recognised industry leader in the field of commercial formwork and concrete with over 40 years of experience at C.A.S.C. Constructions Pty Ltd. His skills and knowledge are invaluable as GCS builds on the success of recent times and seeks to capitalise on the significant opportunities in Western Australia.

Mr Chiari has held no other public directorship over the past three years.

The Board of Directors, other than Mr Chiari because of his interest in the Resolution, recommends shareholders vote in favour of the resolution.

ENQUIRIES

Shareholders are invited to contact the Company Secretary, Mr Vince Gerasolo on +61 8 9479 7990 if they have any queries in respect of the matters set out in these documents.

GLOSSARY

The following terms have the following meanings in this Explanatory Statement;

"Accounting Standards" has the meaning given to that term in the Corporations Act;

"Annual General Meeting" means the annual general meeting, the subject of this Notice;

"Annual Report" means the annual report of the Company for the year ended 30 June 2013;

"ASX" means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited;

"Board" means the Board of Directors;

"Closely related party" has the meaning given to the term in the Corporations Act;

"Company" means Global Construction Services Limited ABN 81 104 662 259;

"Constitution" means the Constitution of the Company;

"Corporations Act" means the Corporations Act 2001 (Cth);

"Director" means a director of the Company;

"Explanatory Statement" means this Explanatory Statement accompanying the Notice;

"GCS Group" means the Company and each of its subsidiaries;

"Key Management Personnel" has the meaning given to that term in Accounting Standards;

"Listing Rules" means the Listing Rules of the ASX;

"Meeting" means the annual general meeting, the subject of this Notice;

"Notice of Meeting" means the notice of annual general meeting accompanying the Explanatory Statement;

"Restricted Voter" means Key Management Personnel and their Closely Related Parties;

"Resolution" means a resolution subject of the Notice;

"Share" means an ordinary fully paid share in the capital of the Company;

"Shareholder" means a holder of Shares; and

"WST" means Australian Western Standard Time.

Our people are the key to our success – experienced, diverse and multi-skilled.

Ph: 139 GCS (139 427)
www.gcs-group.com.au

Global Construction Services Limited
ABN 81 104 662 259

Lodge your vote:

By Mail:
Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For intermediary Online subscribers only
(custodians) www.intermediaryonline.com

For all enquiries call:

(within Australia) 1300 764 094
(outside Australia) +61 3 9415 4266

Proxy Form

For your vote to be effective it must be received by 9:15am (WST) Sunday 24 November 2013

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

Signing Instructions

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the information tab, "Downloadable forms".

Comments & Questions: If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

Turn over to complete the form →

View or update your securityholding, 24 hours a day, 7 days a week:
www.investorcentre.com

View the Annual Report:

www.gcs-group.com.au

Your secure access information is:

SRN/HIN: I9999999999

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

I 9999999999 IND

Proxy Form

Please mark X to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

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I/We being a member/s of Global Construction Services Limited hereby appoint

the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the Meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of Global Construction Services Limited to be held in Botanical 1, Lower Level, The Crown Perth Convention Centre, Crown Perth, Great Eastern Highway, Burswood Western Australia on Tuesday 26 November 2013 at 9.15am (WST) and at any adjournment or postponement of that Meeting.

Chairman authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chairman of the Meeting as my/our proxy (or the Chairman becomes my/our proxy by default), I/we expressly authorise the Chairman to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention below) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chairman.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy you can direct the Chairman to vote for or against or abstain from voting on Resolution 1 by marking the appropriate box in step 2 below.

STEP 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Adopt Remuneration Report			
Resolution 2	Re-election of Mr George Chiari			

The Chairman of the Meeting intends to vote all available proxies in favour of each item of business.

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Contact Name ______ Contact Daytime Telephone ______ Date __ / __ / __