OZ·BREWING·LIMITED

26 June 2007

Company Announcement Office
Australian Securities Exchange
4th Floor
20 Bridge Street
Sydney NSW 2000

ASX Code – OZB

Dear Sir/Madam

**Notice of General Meeting**

Please find attached a Notice of General Meeting and Explanatory Statement with respect to a shareholder's meeting to be held on 31 July 2007.

Yours faithfully
**OZ BREWING LIMITED**

**Kevin R Hart**
COMPANY SECRETARY

Suite 8, 7 The Esplanade,
Mt Pleasant, Western Australia 6153
Telephone 08 9316 9100
Fax 08 9315 5475

OZ·BREWING·LIMITED

**ABN 24 118 159 881**

# NOTICE OF GENERAL MEETING

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# EXPLANATORY STATEMENT

**To be held**

At 10.00am, Tuesday, 31 July 2007

**at the**

Esplanade Hotel, Corner Marine Terrace and Essex Street,
Fremantle, Western Australia.

# OZ BREWING LIMITED

ABN 24 118 159 881

## NOTICE OF GENERAL MEETING

Notice is hereby given that a General Meeting of Oz Brewing Limited will be convened at 10.00am on Tuesday, 31 July 2007 at Esplanade Hotel, Corner Marine Terrace and Essex Street, Fremantle, Western Australia.

**AGENDA**

**ORDINARY BUSINESS**

1. **Re-election of Director – Mr Terry Creasey**
   To consider and, if thought fit, to pass with or without modification the following ordinary resolution:

   *"To elect as a Director, Mr Terry Creasey who retires in accordance with the Company's Constitution and being eligible, offers himself for re-election ."*

2. **Re-election of Director – Mr David Ah Chee**
   To consider and, if thought fit, to pass with or without modification the following ordinary resolution:

   *"To elect as a Director, Mr David Ah Chee who retires in accordance with the Company's Constitution and being eligible, offers himself for re-election ."*

3. **Appointment of Auditor**
   To consider, and if thought fit, to pass, with or without modification, the following ordinary resolution:

   *"That Bentleys MRI Perth Partnership be appointed Auditor of the Company".*

**GENERAL NOTES**

1. The Explanatory Statement to Shareholders attached to this Notice of General Meeting is hereby incorporated into and forms part of this Notice of General Meeting.

2. The Directors have determined in accordance with Regulation 7.11.37 of the Corporations Regulations that, for the purposes of voting at the meeting, shares will be taken to be held by the registered holders at 10.00am on 27 July 2007.

**BY ORDER OF THE BOARD**

Kevin R Hart
COMPANY SECRETARY

Dated this 26th day of June 2007.

**OZ BREWING LIMITED**
ABN 24 118 159 881

## EXPLANATORY STATEMENT

The purpose of the Explanatory Statement is to provide shareholders with information concerning all of the Agenda items in the Notice of General Meeting.

**1. Re-election of Mr Terry Creasey**
as an Ordinary Resolution

Mr Creasey had 16 years' experience in the liquor industry in Australia, including launching the Heineken brand in the Australian market as Key Account Manager at John Cawsey & Co. and responsible for the commercialisation of Power Brewing in New South Wales as State Manager. Mr Creasey held a national key account role with Lion Nathan which involved the establishment of products, including Tooheys Dry and the Hahn range of beers, and setting trading terms with the major supermarkets and liquor chains. Mr Creasey was promoted to Sales Director of Swan Brewery, Perth in 1996.

Mr Creasey maintains a close relationship with the liquor industry and the Australian Hotels Association and has consulted to many of Australia's liquor companies, in addition to being part of the syndicate that set up International Beer Festival Pty Ltd which staged the inaugural Fremantle International Beer Festival in March 2006.

Mr Creasey is a board member of Ronald McDonald House Charities and a member of the WA executive for McDonalds Corporation.

Mr Creasey was appointed a director on 26 September 2006.

**2. Re-election of Mr David Ah Chee**
as an Ordinary Resolution

Mr Ah Chee has extensive business experience including Managing Director and founder of KMA Corporation, the publisher of Australia's leading direct mail and coupon distributor company, responsible for the management of the transition from a private to public company operation and strategic acquisitions.

Mr Ah Chee is currently Managing Director and founder of Shedco Pty Ltd, Australia's largest reseller of steel frame sheds and kit homes. Shedco Pty Ltd has branches in Perth, Kalgoorlie, Broome, Adelaide and Brisbane with sales in excess of $30 million.

Mr Ah Chee has a strong sales and marketing background and a wealth of experience in start up operations and the successful commercialisation of companies on a national basis.

Mr Ah Chee was appointed a director on 2 February 2006.

**3. Appointment of Auditor**

In accordance with the requirements of Section 327B of the Corporations Act 2001 the Directors are seeking ratification of the appointment of Bentleys MRI Perth Partnership ABN 17 735 344 518 as the Company's auditor.

Bentleys MRI Perth is one of the largest Perth-based specialist audit firms outside of the Big 4 accounting firms. In 2005, Hall Chadwick amalgamated into Bentleys, forming a strong, experienced team with over 20 dedicated audit staff.

**OZ BREWING LIMITED**
ABN 24 118 159 881

# PROXY FORM

**To: Oz Brewing Limited** **Fax No: 61 8 9315 5475**
**Suite 8, 7 The Esplanade**
**Mt Pleasant WA 6153**

Mark this box with an 'X' if you have made any changes to your address details (see reverse) ☐

**Name:** ______________________________________________
(PLEASE PRINT)
**Address:** ______________________________________________

______________________________________________

**Appointment of Proxy:**
I/We being a member/s of Oz Brewing Limited and entitled to attend and vote hereby appoint:

☐ The Chairman of the Meeting (mark with an 'X') **OR** ☐ Write here the name of the person you are appointing if this person is **someone other than** the Chairman of the Meeting

Or failing the person named, or if no person 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, as the proxy sees fit) at the General Meeting of Oz Brewing Limited to be held at The Esplanade Hotel, Fremantle, Western Australia on Tuesday, 31 July 2007 at 10.00am and at any adjournment of that meeting.

**Voting directions to your proxy – please mark** X **to indicate your directions**

| **Ordinary Business** | **For** | **Against** | ***Abstain** |
|---|---|---|---|
| 1. Re-election of Mr Terry Creasey | ☐ | ☐ | ☐ |
| 2. Re-election of Mr David Ah Chee | ☐ | ☐ | ☐ |
| 3. Appointment of Auditor. | ☐ | ☐ | ☐ |

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

If you do not wish to direct your proxy how to vote, please place a mark in this box ☐

By marking this box, you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of the above resolutions and votes cast by him other than as proxy holder will be disregarded because of that interest. ☐

**PLEASE SIGN HERE This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.**

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

| | | |
|---|---|---|
| ______________ | ______________ | / / |
| **Contact Name** | Contact Daytime Telephone | **Date** |

## HOW TO COMPLETE THE PROXY FORM

1 **Your Name and Address**
This is your name and address as it appears on the company's share register. If this information is incorrect, please mark the box and make the correction on the form. Securityholders sponsored by a broker should advise their broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

2 **Appointment of a Proxy**
If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the company. The Chairman intends to vote in favour of resolutions for which no voting indication has been given.

3 **Votes on Items of Business**
You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

4 **Appointment of a Second Proxy**
You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form.

To appoint a second proxy you must:

(a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.

(b) return both forms together in the same envelope.

5 **Signing Instructions**
You must sign this form as follows in the spaces provided:

**Individual**: where the holding is in one name, the holder must sign.

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

**Power of Attorney:** to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, 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 indicate the office held by signing in the appropriate place.

If a representative of the 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 the company's share registry.

6. **Lodgement of a Proxy and Deadline for Receipt of Proxy**
This Proxy Form (and any Power of Attorney under which it is signed) must be received at the address given below not later than 48 hours. Any Proxy Form received after that time will not be valid for the scheduled meeting.

**Documents may be lodged by post, delivery or facsimile to the Registered Office of Oz Brewing Limited being:**

**Suite 8, 7 The Esplanade, Mt Pleasant WA 6153**
**Or by facsimile to fax number +61 8 9315 5475**