

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS – 29 NOVEMBER 2011

- NOTICE: By order of the Board dated 24 October 2011 notice is hereby given of the Annual General Meeting of the Shareholders of Trustees Australia Limited (“the company”) to take place at the following place and time.
- VENUE: **The Williams Room
Tattersalls Club
Level 2 215 Queen Street Entrance from Edward St OR Queen St Mall
Brisbane QLD 4000**
- DATE: **Tuesday 29 November 2011**
- TIME: **10.00 am (EST)**
- BUSINESS: **The business of the Company to be conducted at the above meeting is as set out below: -**
- : **FINANCIAL STATEMENTS AND REPORTS No resolution required**
- To receive the Financial Report for the year ended 30 June 2011 of Trustees Australia Limited and its Controlled Entities including the statutory financial statements and the reports of the Directors and Auditor.
- RESOLUTION 1 **Resolution - Ordinary business***
- REMUNERATION REPORT**
- To receive, consider and adopt the remuneration report of Trustees Australia Limited and its Controlled Entities for the year ended 30 June 2011.
- RESOLUTION 2 **Resolution - Ordinary Business***
- RE-ELECTION OF MR KERRY DALY AS A DIRECTOR**
- To consider and if thought fit to resolve that Mr Kerry Daly, being a Director of the Company, retires in accordance with the Constitution of the Company and being eligible for re-election, be hereby re-elected as a Director of the Company.
- .
- *All members are entitled to vote. Voting entitlements are based on one vote per fully paid share held.
- PROXIES: A proxy form accompanies this Notice and to be effective must be deposited at the registered office of Trustees Australia Limited, Level 1, 41 Edward Street, Brisbane, QLD 4000 not less than forty eight (48) hours before the time of holding the meeting. Proxies may be lodged by facsimile on (07) 3020 3080 or email to richard.brennan@trusteesau.com.au.

For personal use only

EXPLANATORY MEMORANDUM TO NOTICE OF MEETING

FINANCIAL STATEMENTS AND REPORTS

The Annual Report 2011 (including the financial statement, Directors' report and Auditor's report for the financial year ended 30 June 2011) has been sent to all members who have requested a paper copy and is available on the Company's website www.trusteesau.com.au for viewing or download in pdf format. It is also available on the ASX website www.asx.com.au. A paper copy will be tabled at the meeting.

There is no formal resolution to accept the financial statements and reports, but provision will be made for members to question the Directors and the Auditor should they wish to do so.

Resolution 1

REMUNERATION REPORT

Section 250R of the Corporations Act requires a listed company to put to its members at each Annual General Meeting a *resolution adopting the report on the remuneration of the Company's Directors, Executives and Senior Managers* included in the Company's annual report. The above resolution is being proposed to comply with this requirement. The vote on this resolution is advisory only and does not bind the Company's Directors.

A reasonable opportunity will be provided for discussion of the remuneration report at the Annual General Meeting.

Resolution 2

RE-ELECTION OF MR KERRY DALY AS A DIRECTOR

The Constitution of the Company requires that any Director appointed since the last Annual General Meeting must retire at the next Annual General Meeting of the Company. Kerry Daly was first appointed as a Director of Trustees Australia Limited on the 17 March 2009 and was re-elected as a Director on 24 November 2009.

Kerry Daly therefore retires in accordance with the Constitution and being eligible, has offered himself for re-election at the Meeting. The Directors (other than Kerry Daly) have resolved to recommend that Shareholders vote in favour of the re-election of Kerry Daly. The Chairman intends to vote undirected proxies in favour of this resolution.

NOTES ON PROXIES

In order to be a validly lodged proxy the proxy form must be fully completed and lodged at the registered office of the Company not less than forty eight (48) hours before the time appointed for holding of the Annual General Meeting. Lodgement may be made by facsimile to (07) 3020 3080 or email to richard.brennan@trusteesau.com.au

A Member entitled to attend and vote at the General Meeting is entitled to appoint not more than two proxies to attend and vote in their stead. A proxy need not be a member of the Company, but the proxy must vote as directed however, the proxy may only vote when the Member is not present.

Where only one proxy is to be appointed only the top part of the Proxy Form should be completed and the word "all" be inserted in the space before "*of my voting rights*".

Where two proxies are to be appointed a second proxy form should be completed and the proportion of the Member's vote that each proxy may exercise on a poll should be inserted in the space before "*% of my voting rights*" in each part. Where more than one proxy has been appointed, in respect of the same shares, only one proxy may vote on a show of hands.

If a member wishes to direct a proxy how to vote an "X" should be inserted in the appropriate space against each resolution to be proposed at the meeting. Otherwise the proxy may vote as he or she thinks fit or may abstain from voting.

The form must be signed personally by the member or by their attorney. A corporation must sign under its common seal or under the hand of an attorney appointed in writing by the Member.

Joint holders of shares may tender a proxy vote as a single Member however if two or more joint holders tender a proxy vote, the only proxy which is valid is the one tendered by the first registered of the joint holders.

PLEASE NOTE THAT THE SHARE REGISTRY FOR TRUSTEES AUSTRALIA LIMITED IS HANDLED BY:

BOARDROOM PTY LIMITED
PO Box R67
ROYAL EXCHANGE
SYDNEY NSW 1223
AUSTRALIA
Telephone: (02) 9290 9600 Facsimile: (02) 9279 0664
Email: enquiries@boardroomlimited.com.au
Web: www.boardroomlimited.com.au

PLEASE CONTACT THE ABOVE COMPANY REGARDING CHANGE OF ADDRESS, VERIFICATION OF SHAREHOLDING AND ANY ASSOCIATED INQUIRIES.