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## **DWS Advanced Business Solutions Limited**

**Chairman and CEO's proceedings of Annual General Meeting of the Shareholders to be held at the Computershare Conference Centre, 452 Johnston Street, Abbotsford, Victoria, 3067 on Wednesday 3 November 2010 at 11am.**

### **1. Introduction of Chairman**

Good morning ladies and gentlemen. My name is Harvey Parker and I am Chairman of DWS Advanced Business Solutions Limited.

### **2. Declaration of quorum and opening of meeting**

The Secretary has advised that a quorum is present. I therefore declare the meeting open and have pleasure in welcoming you to this Annual General Meeting of DWS Advanced Business Solutions Limited.

### **3. Introduction of Directors and Company Secretary**

My first duty is to introduce the Directors, Company Secretary and CFO.

Directors -  
Danny Wallis, our Chief Executive Officer;  
Ken Barry;  
Martin Ralston;  
DWS Company Secretary/CFO, Lachlan Armstrong.

### **4. Apologies**

There are no apologies.

### **5. Notice of meeting**

As the notice of meeting has been circulated to all shareholders, I propose that the notice convening the meeting be taken as read.

### **6. Address to shareholders**

Introduce Danny Wallis to address the meeting. Danny hands back to Harvey.

## 7. Financial statements

The first item on the agenda is to receive and consider the financial statements, the Directors report and the auditors report for the year ended 30 June 2010.

The financial statements were subject to audit by Grant Thornton who gave an unqualified audit opinion.

The financial statements are required to be audited and lodged prior to the Annual General Meeting and therefore there is no formal resolution required to be put to the meeting. I will however take questions on the financial statements and any other aspects of the business you may want to discuss. The auditors Grant Thornton are represented here today by Mr Simon Trivett.

I now declare the financial statements and directors' report as duly received and considered at the meeting.

## 8. Resolutions

Ladies and gentleman, we have **2** ordinary resolutions to deal with today:

The **first ordinary resolution** is the adoption of the remuneration report that is included as part of the Directors report in the financial statements. This is a non binding resolution.

The Remuneration Report, which explains the Board's policies in relation to the nature and level of remuneration paid to Directors and Specified Executives of the Company, forms part of the Directors' Report included in the Annual Report for the financial year ended 30 June 2009 which has been sent to Shareholders.

Shareholders should note that, as specified by section 250R of the Corporations Act, the vote on Item 2 is advisory only and is not binding on the Board or the Company.

The **second ordinary resolution** is for the re-election of myself, Harvey Parker, as a Director. I am required to retire by rotation in accordance with the Company's Constitution.

## 9. Voting procedures

Ladies and gentlemen, I would first like to remind you of the voting procedures to be followed where the vote is to be decided by a show of hands.

Before the motion is put to the vote there will be an opportunity for shareholders to ask questions. Kindly ensure that only questions relating to the relevant item of business are asked.

Questions will only be taken from persons who are entitled to vote at this meeting.

If you wish to ask a question or make a comment I ask that you stand and state your name and show your blue, green or white card before proceeding with the question.

I remind you that visitors are not permitted to vote or ask questions.

When a vote is called for would all voting shareholders and proxies raise the appropriate voting card to indicate whether they are voting for or against the motion.

### **Agenda Item 2 (Resolution 1)**

I move the following ordinary resolution:

*"That the Remuneration Report forming part of the Directors report for the year ended 30 June 2010 be adopted"*

Is there a seconder to this resolution?

Are there any questions from the floor on this resolution?

I advise that the Company has received **10,266,871** proxy votes in favour of the resolution, **333,826** against the resolution and **556,221** open votes to be cast by the Directors as proxies and which will be cast in favour of the resolution.

I put the matter to the vote. Those in favour? Those against? I declare the ordinary resolution passed on a show of hands.

As the next agenda item involves the re-election of myself as a Director of the Company, I will now hand the Chair over to Mr Ken Barry.

### **Agenda item 3 (Resolution 2)**

As a member of the Board, Mr Harvey Parker is required to retire by rotation. Mr Parker is eligible and has offered himself for re-election.

I move the following ordinary resolution:

*"That Mr Harvey Parker, who retires by rotation as a Director pursuant to clause 15.3 of the Company's Constitution, be re-elected as a Director of the Company."*

Is there a seconder to this resolution?

Are there any questions from the floor on this resolution?

I advise that the Company has received **10,562,040** proxy votes in favour of the resolution, **287,820** against the resolution and **565,221** open votes to be cast by the Directors as proxies and which will be cast in favour of the resolution.

I put the matter to the vote. Those in favour? Those against? I declare the ordinary resolution passed on a show of hands.

I will now hand you back to Mr Parker.

## **12. Conclusion**

Ladies and Gentlemen, that concludes the formal business of the meeting. Thank you ladies and gentlemen for your participation. I now declare the meeting closed.