

Nick Scali Limited
ABN 82 000 403 896
Head Office
3-29 Birnie Avenue
Lidcombe NSW 2141

nickskali
L I M I T E D

Phone: (02) 9748 4000
Facsimile: (02) 9748 4022

24 September 2010

Company Announcements Office
Australian Stock Exchange Limited
20 Bridge Street
Sydney NSW 2000

By electronic lodgement

Dear Sir / Madam

Nick Scali Limited; ASX Code - NCK

Nick Scali Limited advises that the Notice of Annual General Meeting, Explanatory Notes, Proxy Form, and 2010 Annual Report will be dispatched to shareholders today, 24th September 2010, and electronic copies of the 2010 Annual Report made available from the Company's website www.nickskali.com.au.

The Annual General Meeting is to be held on Wednesday 27th October 2010 commencing at 11.30am, at the Nick Scali Head Office, 3-29 Birnie Avenue, Lidcombe, New South Wales.

Copies of the Notice of Annual General Meeting, Explanatory Notes, and Proxy Form are attached. The Nick Scali Limited 2010 Annual Report was lodged separately with the ASX today, 24th September 2010.

For and on behalf of
NICK SCALI LIMITED



David A Clarke
Chief Financial Officer and Company Secretary

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Nick Scali Limited ("the Company") will be held at Nick Scali Head Office, 3-29 Birnie Avenue, Lidcombe, on Wednesday, 27 October 2010 at 11.30am.

Ordinary Business

- (1) To receive and consider the Financial Report of the Company, the Directors' Report and Independent Auditor's Report for the year ended 30 June 2010.
- (2) To elect a director:
Mr J.W. Ingram, who retires in accordance with the Company's Constitution rule 7.1(f), and being eligible, offers himself for re-election.
- (3) Non-binding Advisory Vote on the Remuneration Report
To adopt the Remuneration Report of the Company for the year ended 30 June 2010. The Remuneration Report is set out on pages 11 and 12 of the Annual report. Under the Corporations Act, this resolution is advisory only and does not bind the Directors or the Company.
- (4) General: To transact any other business which may be lawfully brought forward.

By Order of the Board
D.A. Clarke
Company Secretary
24 September 2010

Refer explanatory notes overleaf

Notes

- (1) Each member has the right to appoint a proxy. A proxy need not be a member of the Company.
- (2) A member who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise.
- (3) Proxies given by companies must be executed under seal or under the hand of an attorney duly authorised in writing.

Proxy forms must be received at:

Link Market Services Limited
Level 12, 680 George Street
Sydney NSW 2000
Locked Bag A14
Sydney South NSW 1235
Fax 02 9287 0309

Or lodge your vote online at www.linkmarketservices.com.au.

Proxy closes:

Proxy form must be received at Link Market Services by 11.30am on Monday, 25 October 2010, being not later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid.

Entitlement to vote:

In accordance with the requirements of the Corporations Act, the Directors have determined that a person's entitlement to vote at the meeting will be the entitlement of that person set out in the registrar of members as at 7.00pm Monday, 25 October 2010.

Annual General Meeting – Explanatory Notes

Agenda item 1 – Financial Report, Directors’ Report and Independent Auditor’s Report

These documents, which are included in the Company’s Annual Report, will be laid out before the meeting. Shareholders will have an opportunity to ask questions about these documents.

Agenda item 2 – Re-election of Mr J.W. Ingram as a director of the Company

John was appointed to the Board as non-executive Chairman on 7 April 2004. He is the Chairman of the Remuneration and Nomination Committee and a member of the Audit Committee of Nick Scali Limited. John was formerly Managing Director of Crane Group Limited and is currently the Chairman of Watty Limited and a Non Executive Director of United Group Limited.

Agenda item 3 – Non-binding advisory vote – Remuneration Report

Listed companies are required to put the Remuneration Report to a non-binding resolution of shareholders, who will have an opportunity to ask questions in relation to the report.

The Remuneration Report outlines the remuneration arrangements in place for directors and executives of the Company. The report also summarises the Company’s remuneration philosophy as well as providing details of the Remuneration and Nomination Committee, which is a Board subcommittee.

Agenda item 4 – Other business

The shareholders of the Company will be provided with an opportunity to ask general questions about the Company.



By mail:
Nick Scali Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia



By fax: +61 2 9287 0309



All enquiries to: Telephone: (02) 8280 7111

SECURITYHOLDER VOTING FORM

I/We being a member(s) of Nick Scali Limited and entitled to attend and vote hereby appoint:

STEP 1

APPOINT A PROXY

the Chairman
of the Meeting
(mark box)

OR if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered securityholder) you are appointing as your proxy

or failing the person/body corporate named, or if no person/body corporate is named, the Chairman of the Meeting, as my/our proxy and to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 11:30am on Wednesday, 27 October 2010, at Nick Scali Head Office, 3-29 Birnie Avenue, Lidcombe, NSW and at any adjournment or postponement of the meeting.

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the meeting. Please read the voting instructions overleaf before marking any boxes with an **X**

STEP 2

VOTING DIRECTIONS

Resolution 2

Re-election of Mr J.W. Ingram as a director of the Company

For	Against	Abstain*
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Resolution 3

Non-binding advisory vote - Remuneration Report

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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i * If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your 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.

STEP 3

SIGNATURE OF SECURITYHOLDERS - THIS MUST BE COMPLETED

Securityholder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Securityholder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Securityholder 3 (Individual)

Director

This form should be signed by the securityholder. If a joint holding, either securityholder may sign. If signed by the securityholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).



HOW TO COMPLETE THIS PROXY FORM

Your Name and Address

This is your name and address as it appears on the company's security register. If this information is incorrect, please 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.**

Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. 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 in Step 1. 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. A proxy may be an individual or a body corporate.

Votes on Items of Business - Proxy Appointment

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 the items of business, 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.

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 security registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- 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.
- return both forms together.

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, either securityholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney 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.

Corporate Representatives

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 in accordance with the Notice of Meeting. A form of the certificate may be obtained from the company's security registry.

Lodgement of a Proxy Form

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by 11:30am on Monday, 25 October 2010, being not later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Select the 'Proxy Voting' option on the top right of the home page. Choose the company you wish to lodge your vote for from the drop down menu, enter your holding details as shown on this form, and follow the prompts to lodge your vote. To use the online lodgement facility, securityholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the proxy form).



by mail:

Nick Scali Limited
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



by fax:

+61 2 9287 0309



by hand:

delivering it to Link Market Services Limited, Level 12, 680 George Street, Sydney NSW 2000.

If you would like to attend and vote at the Annual General Meeting, please bring this form with you.
This will assist in registering your attendance.