

NOTICE OF MEETING
TRAFALGAR CORPORATE GROUP LIMITED
ACN 113 569 136

FISCAL 2011 ANNUAL GENERAL MEETING

Notice is hereby given by Trafalgar Corporate Group Limited (the Company) that the above Annual General Meeting will be held as follows:

Date: Thursday 17 November 2011

Time: 10.00 am (Sydney time)

Place: Cambridge Rooms 3 & 4
Third Floor
Shangri-La Hotel
176 Cumberland Street
Sydney NSW 2000

BUSINESS

A. Financial Statements and Report

To receive the Annual Report 2011, including the Directors' Report and Financial Statements for the Company, together with the Independent Auditor's Report for the year ended 30 June 2011. *No resolution is required for this item of business.*

B. Approval of the Fiscal 2011 Remuneration Report

The meeting is asked to consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:

Resolution 1

"That the Remuneration Report of the Company for the year ended 30 June 2011 be approved."

C. Re-election of John R Green as a Director

Mr. Green, who retires from office in accordance with the Constitution of the Company and being eligible and having offered himself for election, seeks re-appointment at this Annual General Meeting.

The meeting is therefore asked to consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:

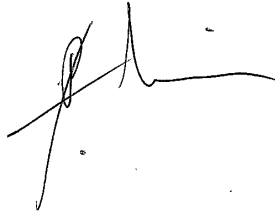
Resolution 2

"That John R Green, who retires in accordance with the Company's Constitution and being eligible and having offered himself for re-election, is re-elected as a Director of the Company."

D. Other Business

To transact any other business which may be brought before the meeting in conformity with the Constitution of the Company and the Corporations Act.

By order of the Board.

A handwritten signature in black ink, appearing to be 'Peter J Norris', written over a horizontal line.

Peter J Norris
Company Secretary
Trafalgar Corporate Group Limited
14 October 2011

EXPLANATORY NOTES

Item A: Financial Statements and Reports

A copy of the Company's Annual Report 2011 has been previously forwarded to you, unless you have requested that it is not required. This report will be tabled at the Annual General Meeting in accordance with S317(1) of the Corporations Act 2001. A copy is available on our website at www.trafalgarcorporate.com

Item B: Approval of the Fiscal 2011 Remuneration Report

The Corporations Act requires listed companies to include in the Directors' Report a section titled "Remuneration Report", which sets out the remuneration of the Directors and Executives of the Company.

It is also a requirement that this report be tabled at the Annual General Meeting so that securityholders can vote on whether or not to approve the report. Under the Corporations Act 2001, the vote is advisory only and, as such, does not bind the Directors or the Company.

However, as a result of recent amendments to the Corporations Act, if the Remuneration Report receives a "no" vote of 25% or more at consecutive annual general meetings, an ordinary resolution must be put to securityholders at the second annual general meeting as to whether another general meeting is required to be held within 90 days of the date of the second annual general meeting at which all Directors who were in office at the date of the Remuneration Report tabled at the second meeting must stand for re-election.

Item C: Re-election of John R Green as a Director

John currently holds an executive position with a funds manager that has in excess of \$4 billion under management. He brings a wealth of experience to the Board, having been involved for more than 25 years with both property development and, more recently, property investment.

In this regard, John has been called upon as an expert witness with respect to a number of property related court cases.

John has declared himself an independent, non-executive director. He is the chairman of the Company's Audit & Risk Committee.

BACKGROUND INFORMATION

Terminology

Terms which are defined in the Constitution of the Company have the same meaning when used in this notice, unless the context requires otherwise.

Quorum

The Constitution of the Company provides that three Shareholders present personally, or by representative, attorney or proxy, shall be a quorum for a general meeting of the Company.

Corporate Representatives

Corporate representatives are requested to bring appropriate evidence of appointment as a representative in accordance with the Constitution of the Company. Attorneys are requested to bring a copy of the Power of Attorney pursuant to which they have been appointed. Representatives will also be required to provide proof of identity.

Voting Entitlements

Voting entitlements will be determined from the names of the Securityholders on the Register of Members as at 7.00 pm (Sydney time) on 15 November 2011.

Voting Procedure

Voting on each resolution will be by a show of hands, whereby each Securityholder present, in person or by proxy or attorney, will have one vote on a show of hands. However, if a poll is validly demanded, each Securityholder present in person or by proxy or attorney will have one vote for each fully paid security.

Voting Exclusions – Resolution B

A vote must not be cast on the non-binding remuneration report resolution (Resolution B) by or on behalf of the Key Management Personnel (KMP) (whose remuneration details are contained in the Remuneration Report) or their closely related parties whether as a securityholder or as a proxy.

The exception to the above is if:

- a) the vote is cast by a KMP, or a closely related party of a KMP, as a proxy appointed in writing that specifies how the proxy is to vote; and
- b) the vote is not cast on behalf of a KMP, or a closely related party of a KMP.

Proxy Voting by the Chairman of the Meeting – Resolution B

The Chairman of the Meeting is not permitted to vote undirected proxies on Resolution B. Therefore, if the Chairman of the Meeting is your proxy, and you do not provide a voting direction with respect to Resolution B in Step 2, you will have directed the Chairman of the Meeting to vote in favour of Resolution B.

Submission of written questions to the Company or Auditor

Securityholders entitled to vote at the Annual General Meeting, may submit a written question to the Company or Auditor no later than 5 business days before the date of the meeting. All questions must be sent to the Company marked to the attention of the Company Secretary.

Questions directed to the Auditor must relate to:

- a) the conduct of the audit;
- b) the content of the Auditor's Report;
- c) the independence of the Auditor; or
- d) the accounting policies adopted by the Company in relation to the preparation of the Financial Report.

Required Majority

As all resolutions to be put to the meeting are ordinary resolutions, they will be passed if at least 50% of the votes cast by Securityholders entitled to vote on a resolution (in person, by proxy, attorney or corporate representative) are in favour.

Please note that the proxy form and any supporting documents must be received by Boardroom Pty Limited, on behalf of the Company, no later than 10.00 am (Sydney time) on Tuesday 15 November 2011.

FOR ALL ENQUIRIES CALL:

(within Australia) 1300 737 760
(outside Australia) +61 2 9290 9600

FACSIMILE

+61 2 9290 9655

ALL CORRESPONDENCE TO:

Boardroom Pty Limited
GPO Box 3993
Sydney NSW 2001
Australia


Your Address

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

YOUR VOTE IS IMPORTANT

FOR YOUR VOTE TO BE EFFECTIVE IT MUST BE RECEIVED BY 10.00 AM (Sydney time) on Tuesday 15th NOVEMBER 2011

Reference Number:

Please note it is important you keep this confidential

TO VOTE ONLINE



STEP 1 : VISIT www.boardroomlimited.com.au/vote/trafalgaragm2011

STEP 2: Enter your holding/Investment type

STEP 3: Enter your SRN/HIN and VAC:

TO VOTE BY COMPLETING THE PROXY FORM

STEP 1 Appointment of Proxy

Indicate here who you want to appoint as your Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If you wish to appoint someone other than the Chairman of the Meeting as your proxy please write the full name of that individual or body corporate. 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 security holder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

Proxy which is a Body Corporate

Where a body corporate is appointed as your proxy, the representative of that body corporate attending the meeting must have provided an "Appointment of Corporate Representative" prior to admission. An Appointment of Corporate Representative form can be obtained from the company's securities registry.

Appointment of a Second Proxy

You are entitled to appoint up to two 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 securities registry or you may copy this form.

To appoint a second proxy you must:

- (a) complete two Proxy Forms. On each Proxy Form state the percentage of your voting rights or the 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.

STEP 2 Voting Directions to your Proxy

You can tell your Proxy how to vote

To direct your proxy how to vote, place 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.

STEP 3 Sign the Form

The form **must** be signed

In the spaces provided you must sign this form as follows:

Individual: This form is to be signed by the securityholder.

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

Power of Attorney: to sign under a Power of Attorney, you must have already lodged it with the registry. Alternatively, attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: this form must be signed by a Director jointly with either another Director or a Company Secretary. Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. **Please indicate the office held by signing in the appropriate place.**

STEP 4 Lodgement of a 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 before the commencement of the meeting. That is before 10.00 am (Sydney time) on Tuesday, 15th November 2011. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxies may be lodged using the reply paid envelope or:

BY MAIL Share Registry – Boardroom Pty Limited, GPO Box 3993, Sydney NSW 2001 Australia

BY FAX + 61 2 9290 9655

IN PERSON Share Registry – Boardroom Pty Limited, Level 7, 207 Kent Street, Sydney NSW 2000 Australia

Vote online at:

www.boardroomlimited.com.au/vote/trafalgaragm2011
or turnover to complete the Form →

STEP 1 - Appointment of Proxy

I/We being a member/s of **Trafalgar Corporate Group Limited**, being entitled to attend and vote hereby appoint:

☐ the Chairman of the Meetings (mark with an 'X')	OR	
--	----	--

If you are not appointing the Chairman of the Meetings as your proxy please write here the full name of the individual or body corporate (excluding the registered Securityholder) you are appointing as your proxy.

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meetings, as my/our proxy at the **Annual General Meeting of Trafalgar Corporate Group Limited to be held in the Cambridge Rooms 3 & 4 at the Shangri-La Hotel 176 Cumberland Street Sydney, NSW 2000 on the 17th of November 2011 at 10.00 am (Sydney time)** and at any adjournment of those meetings, to act 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.

STEP 2 - Voting directions to your Proxy – please mark ☒ to indicate your directions

Ordinary Business	For	Against	Abstain*
B. To adopt the Fiscal 2011 Remuneration Report	☐	☐	☐
C. Re-election of John R Green as a Director	☐	☐	☐

IMPORTANT:

The Chairman of the Meeting is not permitted to vote undirected proxies on Resolution B. Therefore if the Chairman of the Meeting is your proxy, and you do not provide a voting direction with respect to Resolution B in Step 2, you will have directed the Chairman of the Meeting to vote in favour of Resolution B.

The Chairman of the Meeting also intends to vote undirected proxies in favour of Resolution C

*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 - 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 / /2011