

# BRICKWORKS LIMITED

A.B.N. 17 000 028 526

## NOTICE OF MEETING

NOTICE IS HEREBY given that the ANNUAL GENERAL MEETING of BRICKWORKS LIMITED, will be held at The Heritage Ballroom, the Westin Sydney, No. 1 Martin Place, Sydney, NSW, 2000 on Friday 31 October 2003 at 12.00 noon.

### ORDINARY BUSINESS:

1. To receive and consider the Financial Report of Brickworks Ltd and the Brickworks Group, and the reports of the Directors and Auditors thereon, for the financial year ended 30 June 2003.
2. To consider the declaration of the dividend on the terms recommended by the directors.
3. Re-election of directors:

The following resolutions will be proposed as ordinary resolutions:

- (i) That Mr. R.D. Millner, who retires as a Director in accordance with the Constitution and being eligible for re-election, be re-appointed as a Director.
  - (ii) That Mr. T.V. Fairfax, who retires as a Director in accordance with the Constitution and being eligible for re-election, be re-appointed as a Director.
  - (iii) That Mr. D. N. Gilham, who retires as a Director in accordance with the Constitution and being eligible for re-election, be re-appointed as a Director.
4. Appointment of auditors:

To appoint Ernst & Young as the company's auditor to replace Travis & Travis, who retires at this meeting. Ernst & Young, having been nominated in accordance with the attached letter of nomination, has consented to act.

### SPECIAL BUSINESS:

5. Increase in Director's fees

To approve an increase in the total yearly sum payment to all non executive directors by \$400,000 to an amount not exceeding \$800,000 to be divided between them as they may determine.

**BY ORDER OF THE BOARD**

**I.H. THOMPSON**

**Secretary**

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Registered Office: 1/114 Longueville Road, Lane Cove N.S.W. 2066

Facsimile Number: (02) 9427 5127

The transfer books and register of members of Brickworks Limited will be closed from 5.00 p.m. 24 October 2003 to 5.00 p.m 3 November 2003 for the purpose of preparing and paying dividends.

## **Entitlement to vote**

The Board has determined that for the purpose of determining entitlements to attend and vote at the meeting, shares will be taken to be held by the persons who are the registered holders at 12.00noon (EST) on 29 October 2003. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

## **How to Vote**

Shareholders may vote by either:

- attending the meeting in person or by attorney; or
- by proxy (see below); or
- by corporate representative in the case of corporate shareholders (see below).

## **Proxies**

- (a) A member entitled to attend and vote is entitled to appoint not more than 2 proxies.
- (b) Where 2 proxies are appointed and the appointment does not specify the proportion or number of the member's votes each proxy may exercise, each proxy may exercise half of the votes.
- (c) A proxy need not be a member of the Company.
- (d) A proxy form must be signed by the member or his or her attorney. Proxies given by corporations must be signed under seal or under the hand of the authorised officer or attorney.
- (e) Proxy forms must be lodged with the Secretary, Brickworks Limited, in accordance with the instructions on the proxy form, not less than 48 hours before the time for holding the meeting. A proxy form accompanies this notice.

## **Corporate representatives**

A member that is a body corporate may appoint an individual to act as its representative at the meeting. Unless otherwise specified in the appointment, the representative may exercise, on the body corporate's behalf, all or any of the powers that the body corporate could exercise at the meeting or in voting on a resolution.

Appointments may be lodged in advance of the meeting at the Company's registered office or share registry (details on the proxy form), or handed in at the meeting when registering as a corporate representative.

## **Voting Exclusion Statement**

In accordance with ASX Listing Rule 14.11, the Company will disregard any votes cast on Resolution 5 by a director, or any associate of a director.

However, the Company will not disregard a vote on Resolution 5 if:

- it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

2 September 2003

The Secretary  
Brickworks Limited  
Wallgrove Road  
Horsley Park, NSW 2164

Dear Mr Thompson

For the purposes of Section 328(1) of the Corporations Act 2001, I, Peter Caughey, being a member of Brickworks Limited, hereby nominate Ernst & Young as auditor of the company at the Annual General Meeting to be held on 31 October 2003.

Yours sincerely

Peter Caughey