

ENVIRONMENTAL HEALTH AUSTRALIA LIMITED

NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS and Special Meeting of each Class of Members



Notice is hereby given that an Annual General Meeting (**AGM**) of Environmental Health Australia Limited (**EHA**) is to be held on Friday 2nd December 2011 commencing at 3.30 pm at Wentworth Room, Parramatta Leagues Club, 13-15 O'Connell Street, Parramatta, New South Wales.

Ordinarily, the business of the AGM would include the election of Directors however, members will be asked at the AGM to vote on a special resolution for the adoption of a new Constitution of EHA which provides for the Directors listed in Annexure B to the new Constitution to hold office in accordance with the new Constitution (please refer to attached proposed new Constitution and Explanatory Statement for more detail). Accordingly, the agenda does not including the election of Directors.

Due to certain procedural requirements in the Corporations Act, the AGM will also constitute a separate special meeting for each class of EHA members and each class of members will be asked to vote on a special resolution to adopt the new Constitution before voting on a special resolution by all EHA members to adopt the new Constitution.

If a member wishes to appoint a proxy for this AGM, the member must give written notice appointing the proxy in the format attached to this notice to Bernadet Ferraro, Executive Officer EHA Ltd by post to PO Box 378 Diamond Creek, Victoria 3089 or by facsimile to (03) 9438 5955. This notice must be received at least 48 hours prior to the commencement of the AGM. The proxy may be an individual or a body corporate and need not be a member of EHA.

Ordinary Business

1. Welcome
2. Apologies
3. Receipt of financial statements and reports
4. Receipt of Chairperson's report
5. Appointment of auditor
6. Any other business properly brought forward

Special Business

1. Each class of members will separately be asked to consider and if thought fit, to pass the following resolution as a special resolution of the relevant class of EHA members:

"Subject to each other class of EHA members passing this resolution as a special resolution of those classes of members at this meeting, that the Constitution of the company be deleted in its entirety and that the Constitution annexed to the Notice of Meeting, and a copy of which tabled at the meeting, be adopted as the Constitution for the company in its entirety."

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2.

2. If each class of EHA members passes the above resolution as a special resolution, the EHA members as a whole will then be asked to consider and if thought fit, to pass the following resolution as a special resolution of EHA members:



“That the Constitution of the company be deleted in its entirety and that the Constitution annexed to the Notice of Meeting, and a copy of which tabled at the meeting, be adopted as the Constitution for the company in its entirety.”

Please see attached Proxy Form, Explanatory Statement and Constitution for your information.

By direction of the Board

A handwritten signature in black ink, which appears to read 'Joseph Zappavigna'. The signature is written in a cursive style.

Joseph Zappavigna
Chairperson

7 November, 2011