

RIMCAPITAL LIMITED
ACN 064 874 620
(COMPANY)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of members of the Company will be held at Sir James Fairfax Room, Mezzanine Level, The Radisson Plaza Hotel, 27 O'Connell Street, Sydney NSW 2000 at 10.00am on Wednesday, 24 November 2010.

ORDINARY BUSINESS

1 Financial Report and Directors' and Auditor's Report

To receive and consider the Financial Report, including the Directors' Declaration, for the year ended 30 June 2010 and the related Directors' Report and Auditor's Report.

2 Remuneration Report

To adopt the Remuneration Report for the year ended 30 June 2010 as detailed in the Directors' Report.

3 Retirement of Director

Mr Pieter Greeff retires by rotation in accordance with clause 10.3 of the Company's Constitution and has decided not to seek re-election.

4 Other Business

To discuss any other business as outlined in Section 250R(1) of the Corporations Act 2001.

INFORMATION FOR MEMBERS - PROXIES

A member entitled to attend and vote is entitled to appoint not more than two proxies to attend and vote on behalf of the member. A proxy need not be a member of the Company. Where two proxies are appointed, each may be appointed to represent a specific proportion or number of the member's voting rights. If the instrument of appointment does not specify the number or portion of the member's votes, each proxy may exercise one-half of the votes.

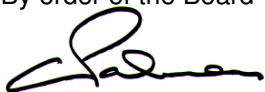
The form of proxy must be signed by the member or the member's attorney. Proxies given by corporations must be signed in accordance with their constituent documents or as authorised by the Corporations Act.

If the form of proxy is executed under power of attorney it must accompany the form of proxy unless it has already been noted by the Company.

In the case of joint members, the names of the joint members should be shown on the form of proxy.

A form of proxy is attached. To be effective, proxies must be received by the Company at its registered office at Level 6, Suite 603, Currency House, 23 Hunter Street, Sydney NSW 2000 at least 48 hours before the time appointed for the meeting. A proxy may be sent by fax to 02 9232 0233 to be received by the time specified above.

By order of the Board



Carolyn Patman
Company Secretary

25 October 2010

Explanatory Memorandum

This explanatory memorandum has been prepared to assist members to understand the business to be put to members at the Annual General Meeting and forms part of the Notice of Meeting.

1 Financial Report and Directors' and Auditor's Report

The Financial Report, Directors' Report and Auditor's Report for the Company for the year ended 30 June 2010 will be laid before the meeting. There is no requirement for members to approve those reports. However, the Chairman will allow a reasonable opportunity for members to ask questions or make comments about those reports. Members will also be given a reasonable opportunity to ask the auditor questions about the conduct of the audit and the preparation and content of the Auditor's Report.

2 Remuneration Report

The vote on the remuneration report is advisory only and does not bind the directors or the Company. The remuneration report is set out on pages 9 to 16 of the Company's Annual Report for the year ended 30 June 2010. The report provides details of the remuneration paid to directors and some members of Company's senior management team.

A reasonable opportunity will be provided for discussion of the remuneration report at the meeting.

3 Retirement of Mr Pieter Greeff

Clause 10.3 of the Company's Constitution requires one third of directors (excluding the managing director) and any other director who has held office for three or more years to retire from office at the AGM. Mr Pieter Greeff is retiring and has decided not to seek re-election. The Company wishes to thank Mr Greeff for his contribution since his appointment in 2007.

4 Other Business

Section 250R(1) of the Corporations Act 2001 outlines items which may be included in the business of an annual general meeting even if not referred to in the notice of meeting.

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(COMPANY)

INSTRUCTIONS - APPOINTMENT OF PROXIES

- A member entitled to attend and vote at the meeting is entitled to appoint not more than two proxies to attend and vote on behalf of the member.
- A proxy need not be a member of the Company.
- Where two proxies are appointed, each may be appointed to represent a specific portion or number of the member's voting rights. If such apportionment is not made, each proxy may exercise one-half of the member's voting rights.
- The form of proxy must be signed personally by the member or his/her attorney, duly authorised in writing. If a proxy is given by a corporation, it must be signed in accordance with the corporation's constituent documents or as authorised by the Corporations Act. In the case of joint members, this proxy must be signed by at least one of the joint members personally or by an authorised attorney.
- If a proxy is executed by an attorney of a member, the original of the relevant power of attorney or a certified copy of the power of attorney, if it has not already been noted by the Company, must accompany the form of proxy.
- To be effective, proxies must be received by the Company at its registered office at Level 6, Suite 603, Currency House, 23 Hunter Street, Sydney NSW 2000 at least 48 hours before the time appointed for the meeting.
- A proxy may be sent by fax to 02 9232 0233 to be received by the time specified in the Notice of Meeting.