

CAP-XX LIMITED
ABN 47 050 845 291
NOTICE OF GENERAL MEETING

Notice is given a General Meeting of shareholders of CAP-XX Limited will be held at CAP-XX Limited offices, Units 9 & 10, 12 Mars Road, Lane Cove, Australia, at 6.00 pm (AEDT) on Friday, 11 April 2014.

AGENDA

CAP-XX Limited (Company) has decided to change its auditor for the year ending 30 June, 2014. The resolutions below are necessary to give effect to the change.

ORDINARY BUSINESS

- 1. Resolution 1 - Removal of PricewaterhouseCoopers as Auditor**
To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**

"That the firm of PricewaterhouseCoopers be removed as auditors of the Company"

SPECIAL BUSINESS

- 2. Resolution 2 - Appointment of BDO East Coast Partnership as Auditor**
To consider and, if thought fit, to pass the following resolution as an **ordinary resolution:**

"Subject to the ASIC consenting to the resignation of PricewaterhouseCoopers as auditor of the Company and its controlled entities, that for the purposes of section 372B of the Corporations Act and for all other purposes, BDO East Coast Partnership having been nominated, be appointed as auditor of the Company and its controlled entities with effect from end of this meeting."

BDO East Coast Partnership has provided their consent to this appointment subject to ASIC consenting to the resignation of PricewaterhouseCoopers as the auditor of the Company and its controlled entities and approval by the members.

NOTES

1. Shareholders may listen to the General Meeting by phoning +61 3 8600 9130 and when prompted keying in Account No: 72207679 followed by Guest Pin No: 1931#. An opportunity will be given also to those shareholders to ask questions. The time for the Meeting equates with 9.00 am (GMT) on Friday, 11 April 2014.
2. Nomination of BDO East Coast Partnership as the auditor of the Company is attached.
3. A shareholder of the Company entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes. A proxy need not be a shareholder of the Company.
4. The proposed Chairman of the meeting intends to vote undirected proxies in favour of the resolutions.
5. For the determination of voting entitlements, the directors have set a time to determine the identity of those entitled to attend and vote at the meeting. The time is 6.00 pm (AEDT) on Wednesday, 9 April, 2014 (48 business hours prior to commencement of the meeting) which equates with 9.00 am (GMT) on Wednesday, 9 April, 2014.
6. A proxy form is attached. If required it should be completed, signed and returned to the Company's registered office or Computershare Investor Services Pty Ltd in accordance with the proxy instructions on that form. This form must be received by 6.00 pm (AEDT) on Wednesday, 9 April 2014 which equates with 9.00 am (GMT) on Wednesday, 9 April, 2014.

By Order of the Board

Michael Taylor
Company Secretary
Date: 27 February 2014



Units 9-10/12 Mars Road
Lane Cove NSW 2066
Australia

Tel +61 2 9420 0690
Fax +61 2 9420 0692
www.cap-xx.com

CAP-XX Limited
ABN 050 845 291
ACN 47 050 845 291

Mr M Taylor
Company Secretary
CAP-XX Limited
Unit 9&10
12 Mars Road
Lane Cove NSW, 2066

27th February, 2014

Dear Mr Taylor

NOMINATION OF AUDITOR - CAP-XX Limited

I, Anthony Kongats hereby nominate BDO East Coast Partnership to be appointed as auditor of the company at the general meeting of the company.

Yours faithfully

A handwritten signature in black ink, appearing to read 'A Kongats'.

Anthony Kongats
Director
CAP-XX Limited