

SALMAT LIMITED

ACN 002 724 638

(the Company)

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the members of Salmat Limited will be held on Thursday 21st November 2013 at the AGL Theatre, Museum of Sydney, corner Bridge and Phillip Streets, Sydney NSW 2000 commencing at 10.00am Sydney time. Registration will open at 9.00am.

ORDINARY BUSINESS

To consider the following matters:

1. Financial Statements

To consider and receive the Financial Reports, the Director's Report and the Auditor's Report of Salmat Limited for the year ended 30th June 2013.

2. Remuneration Report

To consider, and if thought fit, to pass the following as a non-binding advisory resolution.

That the Remuneration Report of the Company for the year ended 30th June 2013 be adopted.

Note: Votes cast in respect of this resolution are advisory only, and are not binding on the Company or its directors. However, certain provisions of the Corporations Act, known as the "two strikes" rules come into effect if the Remuneration Report resolution receives "no" votes of 25% or more of the votes at two successive annual general meeting. To date the Company has **not** received less than 25% of votes cast in favour of the Remuneration Report at any annual general meeting.

3. Re-election of Director – Fiona Balfour

To consider, and if thought fit, to pass the following as an ordinary resolution.

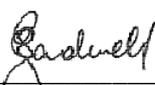
That Fiona Balfour, who retires by rotation in accordance with the Constitution of the Company, be re-elected as a director of the Company.

4. Auditor Appointment

To consider, and if thought fit, to pass the following as an ordinary resolution.

That, having received ASIC's consent, the resignation of Ernst&Young as auditors of the company be accepted and that PricewaterhouseCoopers, having provided their written consent, be appointed as auditors.

On behalf of the Board
Stephen Bardwell
Company Secretary



16 October 2013

Eligibility to Vote

The Company's Constitution provides that, on a show of hands, every person present and qualified to vote shall have one vote. For the purpose of determining a person's entitlement to vote at the meeting, a person will be recognised as a member and the holder of shares if that person is registered as at 7 pm on Thursday 21st November 2013.

Annual Report

For a direct link to Salmat's online interactive annual report, visit www.salmat.com.au and then click on INVESTOR INFORMATION/ REPORTS & RESULTS. It has been split for ease of reference into two sections including the shareholder review and full financials.

Proxies

If you cannot attend, you may appoint a proxy to attend and vote for you.

Each member may appoint a proxy. The proxy need not be a member of the Company.

If you wish to appoint a proxy and you are entitled to 2 or more votes then you may:

- (a) appoint two proxies; and
- (b) specify the proportion or number of votes each proxy may exercise. If you do not specify the proportion or number of votes each proxy may exercise, each proxy may exercise half of your votes (disregarding fractions).

A form for the appointment of a proxy is enclosed with this notice.

To be effective, all proxies must be lodged:

- by mailing it to the share registry of the Company, Link Market Services Limited, Locked Bag A14, Sydney South NSW 1235, Australia
- by facsimile to Link Market Services Limited on +612 9287 0309;
- by going online at www.linkmarketservices.com.au and then clicking on "PROXY VOTING"; or
- by hand delivery to: Link Market Services Limited, Level 12, 680 George Street, Sydney NSW 2000,

no later than 48 hours before the time for the holding of the meeting, which is by **10.00 am (Sydney time) on Thursday 21st November 2013**

How the Chairperson will vote undirected proxies

Where possible, the Chairperson intends to vote undirected proxies in favour of all the resolutions.

EXPLANATORY NOTES

Item 1- 2013 Financial Report

The Corporations Act and the Company's Constitution require the Company's annual financial report, directors' report and auditor's report to be received and considered at the annual general meeting of shareholders.

Neither the Corporations Act nor the Company's Constitution require a vote of shareholders on the reports. However, in accordance with the Corporations Act and the Company's past practice, shareholders will have the opportunity to ask questions and make comments on the reports, and the Company's business and operations. A reasonable opportunity will also be given to shareholders as a whole to ask the auditor questions relevant to the conduct of the audit and the preparation and contents of the auditor's report.

Item 2 - Remuneration Report

The Remuneration Report is for consideration and adoption by way of non-binding resolution.

The Remuneration Report is set out on pages 12 to 22 of the Salmat Limited Annual Report 2013. It is also available on Salmat's internet site (www.salmat.com.au).

The report:

- explains the Board's policies in relation to the nature and level of remuneration paid to directors and senior executives within the Company;
- discusses the link between the Board's policies and the Company's performance;
- provides a detailed summary of the performance conditions, explaining why they were chosen and how performance is measured against them;
- sets out remuneration details for each director and for the Company's Key Management Personnel; and
- makes clear that the basis for remunerating non-executive directors is distinct from the basis for remunerating executives, including executive directors.

Mr Ian Elliot, Chairman of the Remuneration and Compensation Committee will present this report.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting.

All shareholders are strongly encouraged to cast their vote.

The Board recommends that shareholders vote in favour of adoption of the Remuneration Report.

Voting exclusion

In accordance with ASX Listing Rule 14.11.1, the directors and their associates must abstain from voting on this resolution.

Item 3 - Re-election of Ms Fiona Balfour

In accordance with the Constitution, one of our non-executive directors, Ms Fiona Balfour is due to retire at this meeting and, being eligible, offers herself for re-election.

Fiona is a non-executive director of Metcash Limited, TAL (Dai-ichi Life) Australia and Airservices Australia, a Council Member and Treasurer of Knox Grammar School, a Council Member of Chief Executive Women, Chair of the St James' King Street Conservation Appeal, a Fellow of Monash University and a Fellow of the Australian Institute of Company Directors. Fiona has over 30 years executive experience working in enterprise technology across Aviation, Information and Telecommunication Services, Financial Services, Distribution and Logistics, Education sector and not-for-profits. Fiona is a former Trustee of the National Breast Cancer Foundation and former non-executive director of SITA SC (Geneva). The Board recommends the re-election of Ms Balfour.

Item 4 - Appointment of Auditor

The incumbent external auditors, Ernst&Young (EY), have held that appointment for over 8 years. In line with the principles of good corporate governance, the Audit, Risk and Compliance Committee oversaw the conduct of a tender process. This process resulted in the nomination of PriceWaterhouseCoopers (PWC) as external auditors of Salmat Limited.

The Australian Corporations Act requires shareholders to approve the appointment of a new auditor.

The resignation of EY will take effect on the day of the Annual General Meeting; 21st November 2013. Consent was sought from ASIC for EY to resign, which was granted on 17th September 2013.

A copy of the notice of nomination of PWC received by Salmat Limited from Mr John Thorn, a member of the company, is attached as Appendix 1.

Representatives of EY and PWC will be present at the Annual General Meeting.

Directors' Recommendation

The Board recommends that members vote in favour of all resolutions.

Appendix 1

Notice of Nomination of Auditor

John G. Thorn
Non-Executive Director
Salmat Limited
Level 3, 116 Miller Street
North Sydney NSW 2060

3 October 2013

Mr Stephen Bardwell
Company Secretary
Salmat Limited
Level 3, 116 Miller Street
North Sydney NSW 2060

Dear Mr Bardwell,

NOTICE OF NOMINATION OF AUDITOR

In accordance with the provisions of section 328B of the Corporations Act 2001, I, JOHN GORDON THORN, a member of Salmat Limited and Chairman of the Company's Audit, Risk and Compliance Committee, nominate PricewaterhouseCoopers (PWC) for appointment as auditor of Salmat Limited at its next Annual General Meeting to be held on 21st November 2013 or at any adjournment thereof.

Yours faithfully,



JOHN GORDON THORN