

ASX ANNOUNCEMENT

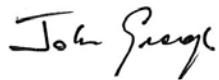
Notice of 2013 Annual General Meeting

Shine Corporate Limited (Shine)

The Annual General Meeting of Shine Corporate Limited will be held at 10.00am on Wednesday 23 October 2013.

Attached please find the Notice of Meeting and Proxy Form sent to all shareholders today.

Yours sincerely



John George

Company Secretary

SHINE CORPORATE LTD

ACN 162 817 905

NOTICE OF ANNUAL GENERAL MEETING

TIME: 10:00 AM (AEST)

DATE: Wednesday, 23 October 2013

PLACE: Level 11, Central Plaza 2
66 Eagle Street
Brisbane, Queensland

This Notice of Meeting should be read in its entirety.

If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisers prior to voting.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on +61 3837 8404.

SHINE CORPORATE LTD

NOTICE OF 2013 ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of the shareholders of Shine Corporate Ltd ACN 162 817 905 (**Shine or Company**) will be held at 10:00 AM (AEST) on Wednesday, 23 October 2013 at Level 11, Central Plaza 2, 66 Eagle Street, Brisbane, Queensland.

ORDINARY BUSINESS

FINANCIAL STATEMENTS AND REPORTS

To receive and consider the Financial Report, the Directors' Report and the Independent Audit Report of the Company for the financial year ended 30 June 2013.

RESOLUTION 1: ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, pass the following resolution as an advisory resolution of shareholders of the Company under section 250R(2) of the *Corporations Act 2001* (Cth) (**Corporations Act**):

"That, the Remuneration Report for the year ended 30 June 2013 (set out in the Directors' Report) is adopted."

Voting Exclusion Statement

The Company will disregard any votes cast on this Resolution, (in any capacity) by or on behalf of the following persons:

- members of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report; or
- a Closely Related Party of such a member.

However, the Company need not disregard the vote if:

- it is cast by a person referred to above who is otherwise excluded from voting on the Resolution 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.

For the purposes of such voting exclusions under the Corporations Act:

- Key Management Personnel has the same meaning as in the Corporations Act, and generally means the Directors and any other senior executives of the Company; and
- Closely Related Parties has the same meaning as in the Corporations Act, and generally includes certain family members and dependents of, and companies controlled by Key Management Personnel.

RESOLUTION 2: RE-ELECTION OF TONY BELLAS AS DIRECTOR

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

"That, Tony Bellas who retires in accordance with rule 19.3 of the Company's constitution, and having offered himself for re-election and being eligible, is hereby re-elected as a Director of the Company."

RESOLUTION 3: RE-ELECTION OF CAROLYN BARKER (AM) AS DIRECTOR

To consider and, if thought fit, to pass, with or without amendment the following resolution as an ordinary resolution:

“That, Carolyn Barker, who retires in accordance with rule 19.3 of the Company’s constitution, and having offered herself for re-election and being eligible, is hereby re-elected as a Director of the Company.”

SPECIAL BUSINESS

RESOLUTION 4: APPOINTMENT OF AUDITOR

To consider and, if thought fit, pass the following resolution an ordinary resolution of the Company:

“That, for the purposes of the Corporations Act 2001 (Cth) and for all other purposes, Ernst and Young, having been nominated by a shareholder and consented in writing to act in the capacity of Auditor, be appointed as the Auditor of the Company.”

RESOLUTION 5: APPROVAL OF 10% PLACEMENT FACILITY

To consider and if thought fit, to pass, with or without amendment, the following resolution as a special resolution:

“That, for the purposes of Listing Rule 7.1A and for all other purposes, shareholders approve the Company having the additional capacity to issue equity securities under Listing Rule 7.1A on the terms and conditions set out in the Explanatory Memorandum”

Voting Exclusion Statement

The Company will disregard any votes cast on this Resolution by any person who may participate in the issue of equity securities under this Resolution and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, if the Resolution is passed and any associates of those persons.

However, the Company will not disregard a vote if:

- it is cast by a person as a 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.

Note: In accordance with Listing Rule 14.11.1 and the relevant Note under that rule concerning Listing Rule 7.1A, as at the date of this Notice of Meeting it is not known who may participate in the proposed issue (if any). On that basis, no shareholders are currently excluded.

By Order of the Board



John George
Company Secretary
20 September 2013

Entitlement to attend and vote

In accordance with Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Board has determined that persons who are registered holders of shares of the Company as at 7:00 PM (AEST) 21 October 2013 will be entitled to attend and vote (if required) at the Meeting as a shareholder.

If more than one joint holder of shares is present at the Meeting (whether personally, by proxy or by attorney or by representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

Attendance by Proxy

If you are a shareholder entitled to attend and vote, you may appoint an individual or a body corporate as a proxy. If a body corporate is appointed as a proxy, that body corporate must ensure that it appoints a corporate representative in accordance with section 250D of the Corporations Act to exercise its powers as proxy at the Meeting.

A proxy need not be a shareholder of the Company.

A shareholder may appoint up to two proxies and specify the proportion or number of votes each proxy may exercise. If the shareholder does not specify the proportion or number of votes to be exercised, each proxy may exercise half of the shareholder's votes.

To be effective, the proxy form must be received by the Company no later than 10:00 AM (AEST) on 21 October 2013, being 48 hours before the Meeting. Proxy forms must be received before that time by one of the following methods:

By post:	Link Market Services Limited Locked bag A14 Sydney South NSW 1235
By facsimile:	In Australia (02) 9287 0309 From outside Australia +61 2 9287 0309
By delivery:	Link Market Services Limited 1A Homebush Bay Drive Rhodes NSW 2138

Attendance by Attorney

A proxy form and the original power of attorney (if any) under which the proxy form is signed (or a certified copy of that power of attorney or other authority) must be received by the Company no later than 10:00 AM (AEST) on 21 October 2013, being 48 hours before the Meeting.

Corporate Representatives

A body corporate which is a shareholder, or which has been appointed as a proxy, is entitled to appoint any person to act as its representative at the Meeting. The appointment of the representative must comply with the requirements under section 250D of the Corporations Act. The representative should bring to the Meeting a properly executed letter or other document confirming its authority to act as the company's representative.

Shareholders can download and fill out the 'Appointment of Corporate Representation' form from the website of the share registry of the Company: www.linkmarketservices.com.au/corporate/InvestorServices/Forms.html.

Shareholder Questions

If you wish a question to be put to the Chairman of the Meeting and you are not able to attend the Meeting please email your question to Company Secretary at cosec@shine.com.au. To allow time to collate questions and prepare answers, questions must be received by the Company Secretary by 5:00pm (AEST) on 17 October 2013.

While the Chairman of the Meeting will endeavour to address as many of the more frequently raised shareholder topics as possible during the course of the Meeting, there may not be sufficient time available to address all topics raised. Please note that individual responses to questions raised will not be sent to shareholders.

SHINE CORPORATE LTD

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of shareholders of the Company (Shareholders) in relation to the business to be conducted at the Company's Annual General Meeting to be held at Level 11, Central Plaza 2, 66 Eagle Street Brisbane, Queensland on 23 October 2013 commencing at 10:00 AM (AEST). The purpose of this Explanatory Statement is to provide Shareholders with information that is reasonably required by Shareholders to decide how to vote upon the resolutions. The Directors recommend that Shareholders read this Explanatory Statement before determining whether or not to support the Resolutions.

FINANCIAL STATEMENTS AND REPORTS

The Corporations Act 2001 (Cth) (**Corporations Act**) requires that the report of the directors, the auditor's report and the financial report be laid before the annual general meeting.

Apart from the matters involving remuneration which are required to be voted upon, neither the Corporations Act nor the Company's constitution requires a vote of shareholders at the annual general meeting on the financial statements and reports.

Following the consideration of the Reports, the Chairman will give shareholders a reasonable opportunity to ask questions about, or comment on the management of the Company.

The Chairman will also give shareholders a reasonable opportunity to ask the Auditor questions relevant to:

- (a) the conduct of the audit;
- (b) the preparation and content of the Independent Audit Report;
- (c) the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- (d) the independence of the Auditor in relation to the conduct of the audit.

Note: Under section 250PA(1) Corporations Act a shareholder must submit the question to the Company no later than the fifth business day before the day on which the AGM is held.

Written questions for the auditor must be delivered by 5:00pm (AEST) on 17 October 2013. Please send any written questions for Ernst & Young to the address listed in the proxy form attached to this Notice of Meeting.

Unless the Company has been notified otherwise, shareholders will not be sent a hard copy of the Annual Report. All shareholders can view the Annual Reports (which contains the Financial Reports for the year ended 30 June 2013 on the Company's website www.shine.com.au).

RESOLUTION 1: ADOPTION OF REMUNERATION REPORT

Section 250R(2) of the Corporations Act requires the shareholders to vote on an advisory resolution that the Remuneration Report be adopted.

The Remuneration Report details the remuneration policy for the Company and reports the remuneration arrangements for Key Management Personnel that includes Directors and other Employees. The Remuneration Report is available in the Company's 2013 Annual Report.

The Chairman will give Shareholders a reasonable opportunity to ask questions about or make comments on the Remuneration Report. A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting. Pursuant to the Corporations Act, the vote on this resolution is advisory only and does not bind the Company or its Directors. However, the Board will consider the outcome of the vote and comments made by Shareholders on the Remuneration Report at the meeting when reviewing the Company's remuneration policies and practices.

The Board recommends that you vote in favour of this Resolution.

Note: If you appoint a director or member of the key management personnel as your proxy for this resolution, you *MUST* direct your proxy how to vote, otherwise your vote will not be counted. Follow the instructions on the proxy form to direct your proxy how to vote.

RESOLUTIONS 2 to 3: RE-ELECTION OF DIRECTORS

Clause 19.3 of the Company's constitution requires the Directors to hold an election of directors each year. The Director who has been longest in office since last being elected must retire. No director who is not a managing director may hold office without re-election beyond the third AGM following the meeting at which the director was last elected or re-elected. The retirement of a Director from office under the Company's constitution and the re-election of a Director takes effect at the conclusion of the AGM.

Mr Tony Bellas and Ms Carolyn Barker will retire in accordance with clause 19.3 of the Constitution of the Company and being eligible will seek re-election.

Resolution 2: Re-election of Tony Bellas as Director

Tony joined Shine in 2013 as independent chairman and non-executive director. He has over 26 years experience in senior management roles in the public and private sectors. Currently chairman of ERM Power Limited and Corporate Travel Management Limited and director of a number of other unlisted companies, Tony was previously Chief Executive of a number of major companies including:

- Seymour Group (November 2007 to June 2010) – Queensland's largest private investment and development company;
- Ergon Energy Corporation Limited (January 2004 to November 2007) – a Queensland Government Owned Corporation involved in electricity distribution; and
- CS Energy Limited (December 2001 to January 2004) – a Queensland Government Owned Corporation involved in base load electricity generation.

Prior to this, Tony had a long career with Queensland Treasury where he reached the position of Deputy Under Treasurer. In that role, Tony had oversight of a number of related Treasury operations including Fiscal Strategy, Office of Government Owned Corporations and Office of State Revenue.

The Directors, with Mr Tony Bellas abstaining, recommend that Shareholders vote in favour of Resolution 2.

Resolution 3: Re-election of Carolyn Barker as Director

Carolyn Barker is recognised nationally as one of the leaders in consulting to business regarding management, organisational growth and change. For the last ten years, Carolyn led

the Australian Institute of Management Qld and NT and the Institute's national commercial businesses in online learning and publishing.

In 2010 she was appointed Chief Executive Officer of the Endeavour Learning Group, an Australasian private education business, owned by private equity. Carolyn is Chair of Brisbane Transport and a non-executive director of MIGAS.

Carolyn was previously a director of private companies The Cyber Institute Pty Ltd and In Touch Pty Ltd. In 2000 she was made the inaugural Chair of The Queensland Orchestra a position she held for eight years.

In 2005, Carolyn was recognised in the Queen's Birthday honours list being awarded a Member of the Order of Australia for her service to business through management and educational organisations, and to the arts through the Queensland Orchestra.

The Directors, with Ms Carolyn Barker abstaining, recommend that Shareholders vote in favour of Resolution 3.

RESOLUTION 4: APPOINTMENT OF AUDITOR

Ernst & Young has held the office of auditor since 28 March 2013. Ernst & Young is registered with and approved by ASIC. Section 327A(2) of the Corporations Act provides that Ernst & Young holds office until the Company's first AGM. Ernst & Young has given, and has not withdrawn, its consent to act as auditor of the Company.

In accordance with section 328B(1) of the Corporations Act, the Directors have received a notice of nomination from a shareholder of the Company for the appointment of Ernst & Young as auditor of the Company. A copy of this notice of nomination is set out in Attachment A.

Accordingly, approval is sought from the Shareholders for the appointment of Ernst & Young as auditor of the Company.

The Directors unanimously recommend that Shareholders vote in favour of this Resolution.

RESOLUTION 5: APPROVAL OF 10% PLACEMENT FACILITY

Listing Rule 7.1A provides that an eligible entity may seek Shareholder approval at its annual general meeting to allow it to issue equity securities up to 10% of its issued capital (**10% Placement Facility**). The 10% Placement Facility is in addition to the Company's 15% placement capacity under Listing Rule 7.1.

An eligible entity for the purposes of Listing Rule 7.1A is an entity that is not included in the S&P/ASX300 Index and has a market capitalisation of \$300 million or less. The Company is an eligible entity at the date of this Notice of Meeting and must remain compliant with the requirements of Listing Rule 7.1A to be able to utilise the additional capacity to issue shares under that Listing Rule.

The Company is now seeking shareholder approval by way of a special resolution to have the ability to issue equity securities under the 10% Placement Facility.

The exact number of equity securities to be issued under the 10% Placement Facility will be determined in accordance with the formula prescribed in Listing Rule 7.1A.2 as outlined below.

Consistent with the Company's strategy, Shine will continue to grow through organic growth and acquisitions. The Company may use the 10% Placement Facility to further grow the Company through acquisitions, both domestically and internationally in personal injury and emerging practice areas.

Additional information required by Listing Rule 7.1A

In accordance with Listing Rule 7.3A, the information below is provided in relation to this Resolution:

(a) Minimum Issue Price

The minimum issue price at which the equity securities may be issued must not be less than the 75% of the volume weighted average price of equity securities in the class, calculated over the 15 ASX trading days on which trades in that class were recorded immediately before:

- (i) The date on which the price at which the equity securities are to be issued is agreed; or
- (ii) If the equity securities are not issued within 5 ASX trading days of the date in section (i), the date on which the equity securities are issued.

(b) Date of Issue

The equity securities may be issued under the 10% Placement Facility commencing on the date of the meeting and expiring on the first to occur of the following:

- (i) the date that is 12 months after the date of the annual general meeting (to which this notice relates) at which approval is obtained; and
- (ii) the date of approval by Shareholders of any transaction under Listing Rules 11.1.2 (a significant change to the nature or scale of the Company's activities) or 11.2 (disposal of the Company's main undertaking) (after which date, an approval under Listing Rule 7.1A ceases to be valid).

(c) Risk of Voting Dilution

Any issue of equity securities under the 10% Placement Facility will dilute the interests of existing Shareholders who do not receive any Shares under the issue.

If the Company issues the maximum number of equity securities available under the 10% Placement Facility, the economic and voting dilution of existing Shares would be as shown in the table below.

The table below shows the dilution of existing Shareholders calculated in accordance with the formula outlined in Listing Rule 7.1A.2, on the basis of the current market price of Shares and the current number of equity securities on issue as at the date of this Notice.

The table also shows the voting dilution impact where the number of Shares on issue (Variable A in the formula) changes and the economic dilution where there are changes in the issue price of Shares issued under the 10% Placement Facility.

Number of Shares on Issue (Variable "A" in Listing Rule 7.1A.2)	Dilution			
	Issue Price (per Share)	\$0.805 50% decrease in Issue Price	\$1.61 Issue Price	\$3.22 100% increase in Issue Price
155,000,000 (Current Variable A)	Shares issued – 10% voting dilution	15,500,000 shares	15,500,000 shares	15,500,000 shares
	Funds Raised	\$12,477,500	\$24,955,000	\$49,910,000
232,500,000 (50% increase in Variable A)	Shares issued – 10% voting dilution	23,250,000 shares	23,250,000 shares	23,250,000 shares
	Funds Raised	\$18,716,500	\$37,432,500	\$74,865,000
310,000,000 (100% increase in Variable A)	Shares issued – 10% voting dilution	31,000,000 shares	31,000,000 shares	31,000,000 shares
	Funds Raised	\$24,955,000	\$49,910,000	\$99,820,000

*The number of Shares on issue (Variable A in the formula) could increase as a result of the issue of Shares that do not require Shareholder approval (such as under a pro-rata rights issue or scrip issued under a takeover offer) or that are issued with Shareholder approval under Listing Rule 7.1.

The table above has been prepared using the following assumptions:

1. There are currently 155,000,000 Shares on issue.
2. The issue price set out above is the closing price of Shares on the ASX on 10 September 2013.
3. The Company issues the maximum possible number of equity securities under the 10% Placement Facility.
4. The Company has not issued any equity securities in the 12 months prior to the Meeting that were not issued under an exception in Listing Rule 7.2 or with approval under Listing Rule 7.1.
5. The issue of equity securities under the 10% Placement Facility consists only of Shares.
6. The calculations above do not show the dilution that any one particular Shareholder will be subject to. All Shareholders should consider the dilution caused to their own shareholding depending on their specific circumstances.
7. This table does not set out any dilution pursuant to approvals under Listing Rule 7.1.
8. The 10% voting dilution reflects the aggregate percentage dilution against the issued share capital at the time of issue. This is why the voting dilution is shown in each example as 10%.
9. The table does not show an example of dilution that may be caused to a particular Shareholder by reason of placements under the 10% Placement Facility, based on that Shareholder's holding at the date of the Meeting.

Shareholders should note that there is a risk that:

- (i) The market price for the Company's Shares may be significantly lower on the issue date than on the date of the Meeting; and
 - (ii) The Shares may be issued at a price that is at a discount to the market price for those Shares on the date of the issue.
- (d) Purpose of Issue under 10% Placement Capacity

The Company may issue equity securities under the 10% Placement Facility in order to raise funds to be applied towards the Company's organic growth strategy, both domestically and internationally in personal injury and emerging practice areas. This would principally include:

- (i) costs of target identification;
- (ii) payment of consideration for an acquisition;
- (iii) costs associated with the acquisition, including advisory or professional fees;
- (iv) integration costs, including staff, systems, marketing and branding; and
- (v) increased compliance and office costs.

The Company reserves the right to issue shares for non-cash consideration, including as non-cash consideration for any acquisition.

The Company will comply with the disclosure obligations under Listing Rules 7.1A.4 and 3.10.5A upon issue of any equity securities.

(e) Allocation under the 10% Placement Capacity

The Company's allocation policy for the issue of equity securities under the 10% Placement Facility will be dependent on the prevailing market conditions at the time of the proposed placement(s).

The allottees of the equity securities to be issued under the 10% Placement Facility have not yet been determined. However, the allottees of equity securities could consist of current Shareholders or new investors (or both), none of whom will be related parties to the Company.

The Company will determine the allottees at the time of the issue under the 10% Placement Facility, having regard to the following factors:

- (i) the purpose of the issue;
- (ii) alternative methods for raising funds available to the Company at that time, including but not limited to, an entitlement issue or other offer where existing Shareholders may participate;
- (iii) the effect of the issue of the equity securities on the control of the Company;
- (iv) the circumstances of the Company, including but not limited to, the financial position and solvency of the Company;
- (v) prevailing market conditions; and
- (vi) advice from corporate, financial and broking advisers (if applicable).

Further, if the Company is successful in acquiring new businesses, it is likely that the allottees under the 10% Placement Facility will be vendors of the existing business.

(f) Previous Approval under Listing Rule 7.1A

The Company has not previously obtained approval under Listing Rule 7.1A.

The Board recommends that you vote in favour of this Resolution.

Voting Exclusion Statement

In accordance with Listing Rule 14.11.1, the Company will disregard any votes cast on this Resolution by any person who may participate in the issue of equity securities under this Resolution and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, if the Resolution is passed and any associates of those persons.

However, the Company will not disregard a vote if:

- it is cast by a person as a 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.

As at the date of this Notice, the Company has not invited any existing Shareholder to participate in an issue of equity securities under Listing Rule 7.1A and it is not known who may participate in the proposed issue (if any). Therefore, no existing Shareholders will be excluded from voting on Resolution 5.

Attachment A

11 September 2013

The Company Secretary
Shine Corporate Ltd
10 Eagle Street
Brisbane, Queensland 4000

Dear Sir,

NOMINATION OF ERNST & YOUNG AS AUDITOR OF SHINE CORPORATE LTD (ACN 162 817 905)

I Jodie Willey, being a shareholder of Shine Corporate Ltd, hereby nominate Ernst & Young of Level 51, 111 Eagle Street, Brisbane Queensland for the appointment as auditor of Shine Corporate Ltd at its forthcoming Annual General Meeting.

I consent to the distribution of a copy of this notice of nomination as an attachment to the Notice of Meeting and Explanatory Statement for the 2013 Annual General Meeting of Shine Corporate Ltd as required by section 328B(3) of the *Corporations Act 2001* (Cth).



Jodie Willey



By mail:
Shine Corporate Ltd
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia



By fax: +61 2 9287 0309



All enquiries to: Telephone: 1300 554 474

SHAREHOLDER PROXY FORM

I/We being a member(s) of Shine Corporate Ltd and entitled to attend and vote hereby appoint:

STEP 1

APPOINT A PROXY

☐

the Chairman
of the Meeting
(mark box)

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered shareholder) you are appointing as your proxy. I/we appoint the Chairman of the Meeting as an alternate proxy to the person named.

If no person/body corporate is named, the Chairman of the Meeting, is appointed as my/our proxy and to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at **10.00am (Australian Eastern Standard Time) on Wednesday, 23 October 2013, at Level 11, 66 Eagle Street, Brisbane, QLD** and at any adjournment or postponement of the meeting. I/we expressly authorise the Chairman of the Meeting to exercise my/our proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the key management personnel.

The Chairman of the Meeting intends to vote undirected proxies in favour of all items of business.

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the meeting.

Please read the voting instructions overleaf before marking any boxes with an ☒

STEP 2

VOTING DIRECTIONS

Resolution 1

Adoption Of Remuneration Report

For	Against	Abstain*
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SPECIAL RESOLUTION

Resolution 5

Approval Of 10% Placement Facility

For	Against	Abstain*
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Resolution 2

Re-Election Of Tony Bellas As Director

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Resolution 3

Re-Election Of Carolyn Barker As Director

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Resolution 4

Appointment Of Auditor

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 3

SIGNATURE OF SHAREHOLDERS - THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Sole Director and Sole Company Secretary

Joint Shareholder 2 (Individual)

Director/Company Secretary (Delete one)

Joint Shareholder 3 (Individual)

Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

SHJ PRX301R



HOW TO COMPLETE THIS PROXY FORM

Your Name and Address

This is your name and address as it appears on the company's share register. If this information is incorrect, please make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your shares using this form.**

Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person in Step 1. If you appoint someone other than the Chairman of the Meeting as your proxy, you will also be appointing the Chairman of the Meeting as your alternate proxy to act as your proxy in the event the named proxy does not attend the meeting.

Votes on Items of Business - Proxy Appointment

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form and return them both together. The appointment of the Chairman of the Meeting as your alternate proxy also applies to the appointment of the second proxy.

To appoint a second proxy you must:

- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- return both forms together.

Signing Instructions

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either shareholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

Corporate Representatives

If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the company's share registry.

Lodgement of a Proxy Form

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10.00am (Australian Eastern Standard Time) on Monday, 21 October 2013**, being not later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE > www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the proxy form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, shareholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the proxy form).



by mail:

Shine Corporate Ltd
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



by fax:

+61 2 9287 0309



by hand:

delivering it to Link Market Services Limited, 1A Homebush Bay Drive, Rhodes NSW 2138 or Level 12, 680 George Street, Sydney NSW 2000.

**If you would like to attend and vote at the Annual General Meeting, please bring this form with you.
This will assist in registering your attendance.**