



sementis™

SEMENTIS LIMITED

ACN 138 550 811

NOTICE OF ANNUAL GENERAL MEETING

TIME: 10.00am (AEDST)

DATE: Monday, 30 November 2015

VENUE: Gadens, Level 25, 600 Bourke Street, Melbourne

CONTENTS

Notice of Annual General Meeting	3
Explanatory Memorandum	4

VENUE

The Annual General Meeting of the Shareholders of Sementis Limited ACN 138 550 811 (“**Company**”) to which this Notice of Meeting relates will be held at 10.00am (AEDST) on 30 November 2015 at Gadens, Level 25, 600 Bourke Street, Melbourne.

IMPORTANT INFORMATION

As this document contains important information, it should be read very carefully by you prior to the meeting.

Its purpose is to acquaint you, as a Shareholder of the Company, with details of that which is proposed to be considered at the Company’s Annual General Meeting and to present the Company’s Financial, Audit and Directors’ reports.

COMPLIANCE WITH THE LAW

This Notice of Meeting and the explanatory notes have been prepared and submitted to Shareholders in order to comply with the Corporations Act.

VOTING

There are no matters to be tabled at the Annual General Meeting that require a vote of Shareholders.

FURTHER INFORMATION

Please refer to the Explanatory Memorandum which accompany this Notice of Meeting for further information on the business to be conducted at the Annual General Meeting.

GLOSSARY

AEDST means Australian Eastern Daylight Savings Time.

Corporations Act means the *Corporations Act 2001* (Cth).

Directors mean the current directors of the Company.

Explanatory Memorandum means the Explanatory Memorandum to the Notice.

Meeting means the meeting convened by the Notice.

Notice means the notice of Annual General Meeting accompanying the Explanatory Memorandum.

Shareholder means a holder of a share in Sementis Limited.

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that an Annual General Meeting of Shareholders of Sementis Limited will be held at 10.00am (AEDST) on 30 November 2015 at Gadens, Level 25, 600 Bourke Street, Melbourne.

The Explanatory Memorandum to this Notice of Meeting provides additional information on the matter to be considered at the Annual General Meeting. The Explanatory Memorandum forms part of this Notice of Meeting.

BUSINESS

Financial Reports and Statements

To receive and consider the Financial Report and Reports of the Directors and of the Auditor for the financial year ended 30 June 2015.

DATED: 30 October 2015

BY ORDER OF THE BOARD



**Dr Paul M Howley
Interim-CEO
SEMENTIS LIMITED**

EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the information of the Shareholders of the Company in connection with the business to be conducted at the Annual General Meeting of Sementis to be held on 30 November 2015.

BUSINESS

Financial Reports and Statements

The Corporations Act requires:

- (a) the reports of the directors and auditors; and
- (b) the annual financial report, including the financial statement of the Company for the year ended 30 June 2015,

to be laid before the annual general meeting. The Corporations Act does not require a vote of Shareholders on the reports or statements. However, Shareholders will be given ample opportunity to raise questions or comments on the management of the Company. The financial report for consideration at the meeting will be the full financial report.

A copy of the Financial Reports and Statements can be found on the Company's website www.sementis.com.au . If a hard copy is preferred by the shareholder please contact the Company directly for a copy. A reasonable opportunity will also be given to members as a whole at the meeting to ask the Company's auditor questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the Company in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.