

## **Notice of Annual General Meeting**

**Ross Human Directions Limited** ABN 25 003 758 709

Notice is hereby given that the seventeenth Annual General Meeting of Ross Human Directions Limited will be held at Pacific Room, Wesley Conference Centre, 220 Pitt Street, Sydney at 10.00am on Friday, 18 November 2005.

### **ORDINARY BUSINESS**

#### **Financial report and directors' and audit reports**

1. To receive and consider the financial report, including the directors' declaration, for the period ended 30 June 2005 and the related directors' report and audit report.

#### **Re-election of a director**

2. To re-elect a director. Mr FA McDonald retires, by rotation, in accordance with the Constitution and, being eligible, offers himself for re-election.

Mr Allan McDonald joined the board in April 2000 and was appointed to the Chair. He is a member of the Remuneration and Audit Committees. He has had an extensive career in the investment and commercial banking fields. He is Chairman of Babcock & Brown Japan Property Trust and Multiplex Limited and a director of Billabong International Limited, Brambles Industries Limited and DCA Group Limited.

#### **Election of new directors**

3. To elect a director. Dr EJ Doyle, having been appointed by the board since the last annual general meeting, retires in accordance with the Constitution and, being eligible, offers herself for election.

Dr Eileen Doyle was appointed as a non-executive director by the directors on 22 July 2005, and holds office until the Annual General Meeting. As such, being eligible, Dr Doyle offers herself for election. She was appointed Chairman of the Audit Committee and a member of the Remuneration Committee on 19 August 2005. Dr Doyle has more than two decades of diverse business experience both as a senior executive and as a board member, including executive roles in the Steel Industry, the Water and Wastewater Industry and the Timber Industry. Non-executive director roles have covered a wide range of industries including research, financial services, building and construction, steel, mining, logistics and export. She is a Fellow of the Australian Institute of Company Directors and has specific experience in Audit Committees, Health, Safety and Environment Committees, Human Resources Committees and Superannuation Policy Committees.

## Notice of Annual General Meeting

**Ross Human Directions Limited** ABN 25 003 758 709

(Continued)

4. To elect a director. Ms JM Beaumont, having been appointed by the board since the last annual general meeting, retires in accordance with the Constitution and, being eligible, offers herself for election.

Ms Jane Beaumont was appointed as an executive director by the directors on 25 February 2005 and holds office until the Annual General Meeting. As such, being eligible, Ms Beaumont offers herself for election. She started her recruitment industry career working for one of the industry pioneers in London and developed her career through regional management, strategic sales, marketing and general management roles in a global organisational environment. Her experience in all areas of business positioned her well to join Spherion with responsibility for considerable re-engineering of the business, including service diversification and positioning the company to continue growth in the region. Ms Beaumont spent a number of years as a director of the IPC and working on the team responsible for creating today's RCSA body.

Dr FH Burke retires at the Annual General Meeting and has not offered himself for re-election.

## Remuneration Report

5. To consider and if thought appropriate, pass the following Advisory Resolution:

“That the Remuneration Report for the period ended 30 June 2005 (set out in the Directors’ Report) is adopted.”



By Order of the Board  
G Coolahan  
Secretary  
23 September 2005

## Proxies

If you are unable to attend and vote at the meeting and wish to appoint a person who is attending as your proxy, please complete the enclosed form of proxy. This form must be received by the Company's share registrar, Computershare Investor Services Pty Limited, by 10.00 am on 16 November 2005.

This completed form of proxy may be:

- Mailed to the address on the form in the reply-paid envelope, or
- Faxed to Computershare Investor Services Pty Limited on 61 3 9473 2118

A member entitled to attend and vote is entitled to appoint not more than two proxies. Where more than proxy is appointed, each proxy must be appointed to represent a specified proportion of the member's voting rights. A proxy need not be a member of the Company.