

NOTICE OF ANNUAL GENERAL MEETING

Notice of Meeting

Notice is hereby given that the Annual General Meeting of Brooklyn Park Olive Groves Limited ("Company") ACN 087 418 684 will be held at the Boardroom, Central Bardon Conference Centre, 390 Simpsons Road, Bardon on Monday 23 January 2012, at 3.00 PM.

Ordinary Business

1. Apologies.
2. Minutes of the previous Annual General Meeting.
3. Business arising.
4. To receive the report of the Managing Director and Chief Executive Officer on behalf of the Board for the financial year ended 30 June 2011.
5. To receive the audited Financial Report for the financial year ended 30 June 2011 together with the Directors' Report and the Independent Audit Report thereon.
6. To consider and, if thought fit, to pass the following resolution as an ordinary resolution:
"That Natalie Paul, who retires by rotation in accordance with rule 16 of the Company's constitution, and being eligible, be re-elected as a director of the Company."

By order of the Board



Peter Shakspeare
Company Secretary
21 December 2011



EXPLANATORY NOTES

(1) Re-election of Natalie Paul as a director

Natalie Paul
M. B. A. , Griffith, MAICD

Natalie has completed her Masters of Business Administration at Griffith University. Natalie's background stems from Administration, Compliance and General Management prior to branching out into sales and marketing within specialised industries, focusing primarily in the financial services industry. Natalie's company Business Development Marketing Pty Ltd provides General Management, Corporate Governance, Compliance and Distribution services to the Manager, Brooklyn Park and Bonni-Foi Agribusiness projects. Natalie's expertise in Corporate Governance, Administration and Distribution make her a natural choice as a Director to the Board.

VOTING BY PROXY

Important Information

1. A Proxy Form accompanies this Notice of Meeting
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy.
3. A proxy need not be a member of the Company.
4. Proxy forms must be signed by a member or the member's attorney and must be addressed to the Company Secretary, Brooklyn Park Olive Groves Limited and:
 - Mailed to PO Box 1597, Milton, Qld, 4064; or
 - Emailed to info@olivegroves.net; or
 - Faxed to (07) 3367 3557 (if within Australia) or (617) 3367 3557 (if sent from overseas).
5. To be effective, the proxy (and the power of attorney and other authority, if any, under which it is signed or a notorially certified copy of that power or authority) shall be deposited with the Company Secretary:
 - not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote; or
 - in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll.

If you require further information on how to complete the Proxy Form, telephone Ms Christine Allsop, Administration Manager, on (07) 3367 3667.

YOUR VOTE IS IMPORTANT

Please direct your proxy on how to vote

For your vote to be counted, the Proxy Form attached, duly completed, must be received by the Company not later than 5.00 pm on Wednesday 18 January 2012.

Guide to completion of Proxy Form overleaf

Follow the numbers on the Proxy Form corresponding to the numbers mentioned below.

- (1) Insert your personal details.
- (2) Insert the name of the person you wish to appoint as your proxy; members cannot appoint themselves. **The Chairman of the meeting will act as your proxy if you do not appoint someone.** You can vote by proxy even if you plan to attend the meeting.
- (3) If you wish to direct your proxy how to vote, place a mark in the appropriate box. The vote will be invalid if a mark is made in more than one box. Your vote is important, please direct your proxy how to vote.
- (4) **Members must sign here.**
This proxy must be signed by the member or under the hand of an attorney. If this proxy is signed by a person who is not the member then the relevant authority must either have been exhibited previously with the Company or be enclosed with this proxy. If the member is a corporation, the proxy form must be signed in accordance with its constitution and the *Corporations Act 2001*, or under the hand of an authorised officer or attorney who has not received any notice of revocation. A person intending to vote shares held in the name of a corporation **MUST** bring a properly executed authority from the corporation in favour of the person attending.
- (5) **Members must insert the date here.**

PROXY FORM

(1) Your details

(Please print your name and address)

Name:

Address:

City:

State:

Postcode:

Telephone:

(2) Appoints

Name:

(Please print name of proxy)

or failing the person so named, or if no person is named, the Chairman of the Meeting to vote in accordance with the following directions or, if no directions have been given, as the proxy or the Chairman see fit at the Annual General Meeting of Brooklyn Park Olive Groves Limited to be held on Monday 23 January 2012 commencing at 3.00 PM and at any adjournment thereof.

(3) Ordinary Business

To re-elect Natalie Paul
as a Director of the Company

For

Against

Abstain

(4) Signature

(5) Date

