



Monday, 4 October 2004

MEDIA RELEASE

NOTICE OF MEETING OF RIVKIN FINANCIAL SERVICES LIMITED CALLED UNDER SECTION 249F

Central Exchange Limited is a substantial shareholder in Rivkin Financial Services Limited ("RFS") (currently holding 5,440,654 shares or 5.424% of the issued capital of the Company) and has called a general meeting of RFS under the Section 249F mechanism provided under the Corporations Act at its own expense.

Section 249F of the Corporations Act 2001 allows members (with at least 5% of votes that may be cast at a general meeting) to call and arrange to hold a general meeting of a company, at the members expense.

The Section 249F Notice of Meeting documentation was despatched to RFS shareholders on 1 October 2004 and the meeting will be held at 2.00pm (AEST) on Wednesday, 3 November 2004 at the James Cook Room, The Wentworth Sydney, 61-101 Phillip Street, Sydney, New South Wales.

A copy of the Notice of Meeting documentation and accompanying Letter from Chairman of Central Exchange Limited is attached.

Further information:

William Johnson
Chairman

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Victor Ho
Company Secretary

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CENTRAL EXCHANGE LIMITED

A.B.N. 77 000 742 843

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LETTER FROM CHAIRMAN OF CENTRAL EXCHANGE LIMITED

1 October 2004

Dear Shareholders,

Central Exchange is a substantial shareholder in Rivkin Financial Services Limited (“RFS” of “Company”) (currently holding 5,095,994 shares or 5.08% of the issued capital of the Company) and has called a general meeting of RFS under the Section 249F mechanism provided under the Corporations Act **at its own expense**.

As a substantial shareholder and with considerable funds invested in the Company we have noticed with some concern events at the Company since the departure of the Rivkin family from the share register and the board of the Company.

Amongst other matters we note the significant investment made by the Company in Network Ltd shares and the transfer of \$2,000,000 (in cash and loans) from the Company to Network Limited (“Network”) on the day that the Rivkin family resigned from the board of the Company. We also note that Mr Alan Davis, the current Managing Director and CEO of RFS had private business dealings with Network prior to the Company subscribing for shares in Network.

In addition, we have noted the legal action commenced by the new board of RFS against a group of public listed companies led by Sofcom Limited (“Sofcom”). Sofcom and its associated companies are seeking to effect changes to the board of the Company to provide a clear and professional future for RFS.

Details of recent material changes to the share register of RFS, information in relation to the Board of RFS and legal proceedings brought by RFS against Sofcom and its associates are summarised in the Explanatory Statement.

As a concerned shareholder of RFS, we have decided to support Sofcom and its associates and call a meeting of shareholders of RFS (which we are able to do as we hold more than 5% of the issued capital of RFS) to bring the issue of the future of our Company to a head before more company funds are depleted.

We have made this decision because the current board of RFS has failed to do so and has expended hundreds of thousands of company funds in legal expenses in the process. We believe that the current position of the board of RFS is untenable in that none of the current directors have been elected by shareholders, yet the current board have already undertaken significant investments and incurred significant expenses without the mandate of shareholders.

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The outcome of the voting at this General Meeting will determine the future for RFS. The choices that you have as a shareholder are:

- (1) a future for RFS under recently appointed managing director Alan Davis, about which we can say next to nothing based on the announcements made by RFS since Alan Davis became managing director on 21 June 2004; or
- (2) the future for RFS as proposed by Sofcom, involving the appointment of a professional funds manager and the delivery of maximum value to shareholders from the stockbroking business.

On 30 June 2004, Sofcom in conjunction with serving on the board of RFS a requisition for a meeting of the shareholders of RFS under the provisions of Section 249D of the Corporations Act stated:

“RFS is the owner of online execution stockbroking firm Rivkin Discount Stockbroking Pty Ltd and is a self managed securities investor. In respect of the latter, Sofcom intends to establish clear guidelines for the investment activities of RFS seeking the pursuit of investment performance through a diversified portfolio of Australian listed companies. It is intended (in a similar manner to that achieved at Bentley International Limited) to appoint a highly regarded and independent Australian funds manager as the investment manager of the company’s portfolio and to seek to grow RFS.

Sofcom intends to be supportive of the stockbroking operations and to seek to maximise its value for all RFS shareholders.”

Late on 2 July 2004, RFS released a market announcement which stated in part:

“The Company proposes to refine its share trading activities from [sic] to a more measured approach including the taking of positions in companies where it will be able to assist in their development similar to the investment in Network Limited.

The Company will still as appropriate take short term positions in the stock market. The Company proposes to change the name of the group and the group’s stockbroking subsidiary at an appropriate time. The Company will continue and develop its core business of stockbroking.”

Since 2 July 2004, the only indication that RFS has provided to the market as to its future course under the leadership of Mr Davis was the following paragraph contained in RFS’ Preliminary Final Report released to the market on 31 August 2004:

“The Group has significantly reduced its share trading portfolio and has converted most of it to cash. The Group will continue to trade securities for short term profit when the opportunity occurs. The Group will also seek opportunities to obtain “core” holdings which can be held for the longer term.”

We also draw your attention to the change in position of the Rivkin Report in relation to RFS.

- On 21 June 2004, the Rivkin Report authors stated that they were optimistic that the new appointment of Mr Andrew Davis as director and chief executive officer of RFS (after the Alan Davis Group Pty Ltd had purchased the 7.9% stake formerly owned by the company's founder, Rene Rivkin) would be favourably viewed by the market and as a result, advised subscribers who hold the stock to continue holding
- On 30 August 2004 the Rivkin Report stated that the investment team (excluding those who were ex-directors of RFS) had looked at RFS as it stood and had been unable to find compelling reasons to continue to hold the stock and recommended subscribers sell RFS at 20 cents (after noting the last reported cash backing of 19 cents). The authors reported that they were conscious that the stock is not liquid and advised subscribers be patient in executing the sell recommendation as there was no reason to panic out and drive the share price down.

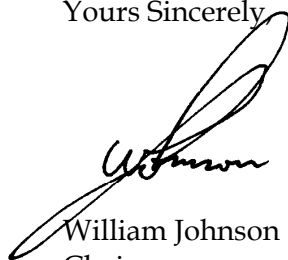
We believe that it is in the best interests of all RFS shareholders that the investment activity of RFS be managed by a proven and capable independent professional funds manager with a demonstrable track record of investment success. The nominees of Sofcom and its associates namely Messrs Farooq Khan, Simon Cato and Christopher Ryan as proposed directors of RFS have the same view and if elected directors of RFS intend to press for the implementation of a funds management investment policy.

I strongly urge you to read the enclosed Notice of General Meeting and Explanatory Statement to help you make your decision on the resolutions to be considered at the meeting and to consult your financial adviser regarding such matters. If you are unable to attend the meeting, simply complete and lodge the enclosed Proxy Form before the deadline of 2:00pm (AEST) on Monday, 1 November 2004.

The Chairman of RFS is likely to support the existing Board so if you are unable to attend the meeting and support the future for RFS as proposed by Sofcom (involving the appointment of a professional funds manager and the delivery of maximum value to shareholders from the stockbroking business) please **nominate WILLIAM JOHNSON as your proxy** to attend the meeting to vote for the appointment of Sofcom's nominees to the RFS Board and the removal of the current directors.

If you would like to discuss the matter with me please call on (08) 9214 9797 or email me at wjohnson@centralexchange.com.au.

Yours Sincerely



William Johnson
Chairman
CENTRAL EXCHANGE LIMITED

NOTICE OF MEETING & EXPLANATORY STATEMENT

TO SHAREHOLDERS

OF

RIVKIN FINANCIAL SERVICES LIMITED

ABN 58 061 287 045

Date and Time of General Meeting:

2:00pm (AEST), on Wednesday, 3 November 2004

Place of General Meeting:

James Cook Room
The Wentworth Sydney, Managed by Sofitel
61-101 Phillip Street
Sydney, New South Wales

NOTICE OF GENERAL MEETING

Notice is given that a general meeting of shareholders of Rivkin Financial Services Limited ("RFS" or "Company") will be held at 2.00pm (AEST) on Wednesday, 3 November 2004 at the James Cook Room, The Wentworth Sydney, 61-101 Phillip Street, Sydney, New South Wales.

AGENDA

BUSINESS

To consider and, if thought fit, to pass, with or without amendment, the following resolutions, each as **ordinary resolutions**:

Resolution 1 - Removal of Alan Andrew Davis as a director

"That Alan Andrew Davis be and he is hereby removed from office as a director of the Company, with effect from closure of the meeting."

Resolution 2 - Removal of Lawrence Joseph Chartres as a director

"That Lawrence Joseph Chartres be and he is hereby removed from office as a director of the Company, with effect from closure of the meeting."

Resolution 3 - Removal of George Anthony Lister as a director

"That George Anthony Lister be and he is hereby removed from office as a director of the Company, with effect from closure of the meeting."

Resolution 4 - Election of Farooq Khan as a director

"That Farooq Khan, having consented to his nomination as a director of the Company, be and he is appointed as a director of the Company, with effect from closure of the meeting."

Resolution 5 - Election of Christopher Bruce Ryan as a director

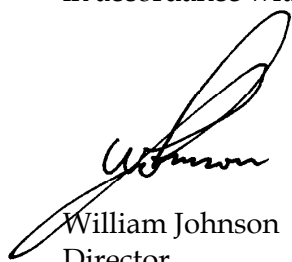
"That Christopher Bruce Ryan, having consented to his nomination as a director of the Company, be and he is appointed as a director of the Company, with effect from closure of the meeting."

Resolution 6 - Election of Simon Kenneth Cato as a director


"That Simon Kenneth Cato, having consented to his nomination as a director of the Company, be and he is appointed as a director of the Company, with effect from closure of the meeting."

Resolution 7 - Removal of other directors appointed after the date of this meeting

"That each person appointed as a director of the Company on or after the date of calling of this meeting of the Company pursuant to Section 249f Corporations Act 2001 and prior to the closure of this meeting (not including any person appointed pursuant to Resolutions 4 to 6 of this notice of general meeting) be and is hereby removed from office as a director of the Company, with effect from closure of the meeting."

DATED THIS 1ST DAY OF OCTOBER 2004**BY ORDER OF CENTRAL EXCHANGE LIMITED (ABN 77 000 742 843)**
in accordance with Section 249F of the Corporations Act 2001.**SIGNED BY CENTRAL EXCHANGE LIMITED**
in accordance with the Corporations Act 2001:

William Johnson
Director



Victor Ho
Director and Company Secretary

NOTES:

These notes form part of the Notice of Meeting.

1. This Meeting has been convened by Central Exchange Limited (ABN 77 000 742 843) ("**Central Exchange**") pursuant to Section 249F of the Corporations Act 2001 **at its own expense**.
2. **Snapshot Date:** In accordance with Regulation 7.11.37 of the Corporations Regulations, registered shareholders at 5:00pm (AEST) on 1 November 2004 will be entitled to attend and vote at this Meeting.
3. **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 proxy form. This proxy form must be received by the Company or the Company's share registry, Computershare Investor Services Pty Limited, by 2.00 pm (AEST) on Monday, 1 November 2004.

The completed proxy form may be:

- Mailed to or deposited at the Company's registered office being Level 33, Citigroup Centre, 2 Park Street, Sydney, New South Wales, 2000;
- Faxed to the Company's registered office on (02) 8268 7582;
- Mailed to the address on the form for Computershare Investor Services Pty Limited or deposited at that address; or
- Faxed to Computershare Investor Services Pty Limited on (08) 9323 2033.

A member entitled to attend and vote is entitled to appoint not more than two (2) proxies. Where more than one (1) proxy is appointed, each proxy may be appointed to represent a specified proportion of the member's voting rights. A proxy need not be a member of the Company.

4. This Notice of Meeting and the Explanatory Statement have been prepared for the information of shareholders in the Company to enable them to make an informed decision on the resolutions to be considered at this Meeting. Neither the Notice of Meeting or the Explanatory Statement should be distributed, nor should their contents be communicated, to any person other than a shareholder in the Company, and Central Exchange accepts no responsibility for the further publication of such documents in any other form.

The accompanying Explanatory Statement forms part of the Notice of Meeting.

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared to assist shareholders of the Company in understanding the business to be put to shareholders for their consideration at the General Meeting

BUSINESS

Background

1. Meeting called under Section s249F

Section 249F of the Corporations Act 2001 allows members (with at least 5% of votes that may be cast at a general meeting) to call and arrange to hold a general meeting of a company, at the members expense

Central Exchange is a substantial shareholder in the Company (currently holding 5,095,994 shares or 5.08% of the issued capital of the Company) and has called this meeting pursuant to Section 249F at its own expense.

2. Recent material changes to the Company's share register

- On 21 June 2004, Rene Rivkin sold his holding of 7,305,734 RFS shares to Alan Davis Group Pty Ltd ("**Alan Davis Group**"). The purchase consideration was \$1,607,272 of which \$200,000 was paid in cash and the balance loaned by Mr Rivkin over a 10 month period at 10% pa interest, or 15% pa interest if the amount owing is not repaid within 4 months.
- On 30 June 2004, Sofcom Limited ("**Sofcom**") announced that together with its associates Fast Scout Limited ("**Fast Scout**") and Altera Capital Limited ("**Altera**") it had acquired in excess of 5% of the issued capital of RFS and that it intended to requisition a meeting of RFS shareholders to seek the removal of Alan Davis and one other as directors and the election of Messrs Farooq Khan, Simon Cato and Christopher Ryan as directors.
- Late on 2 July 2004, RFS announced that it had issued 5,000,000 RFS shares and paid \$1,000,000 cash to subscribe for 10,000,000 shares in outdoor advertising company Network Limited ("**Network**"). RFS also announced it had loaned Network \$1,000,000 for 3 years.
- Also on 2 July 2004, RFS announced that it had issued 3,340,000 RFS shares to Cole Kablow Superannuation Pty Ltd ("**Cole Kablow**") as consideration for the acquisition of 3,500,000 Network shares (which Network had that day issued as consideration for the acquisition of an outdoor advertising company from Cole Kablow Superannuation directors Bill and Maureen Cole). Cole Kablow Superannuation and Network share the same address.
- On 1 September 2004, Network acquired on market 4,000,000 RFS shares, taking the combined holdings of Network, Cole Kablow Superannuation and Alan Davis Group to 19.7% of the current issued capital of RFS.
- On 9 September 2004, Central Exchange announced that it intended to purchase 14,000,000 RFS shares on-market and that it intends to support the election of Messrs Khan, Cato and Ryan as directors. To the date of this notice of meeting, Central Exchange has purchased approximately 5.5 million RFS shares.

3. The Board of RFS

- The current directors were appointed on 21 June 2004 (in the case of Mr Davis) and on 2 July 2004 in the case of the other directors.
- On 5 July 2004, RFS announced the receipt of a requisition for a meeting of shareholders from Sofcom Altera and Fast Scout seeking changes to the RFS board. RFS also stated that it would call the meeting within 21 days. On 13 July 2004, RFS announced that RFS had determined the requisition to be invalid and that it would not call the requisitioned meeting. The basis of the invalidity was that the last of the RFS shares acquired by Sofcom and its associates on and prior to 30 June were not registered until 5 July and RFS contend that the shares issued by RFS late on 2 July had diluted Sofcom, Altera and Fast Scout below the required 5% registered shareholding.
- On 17 August 2004, Sofcom submitted nominations and consents for Messrs Farooq Khan, Simon Cato and Christopher Ryan to be put forward for election as directors of RFS at the forthcoming annual general meeting of RFS. RFS has since acknowledged receipt of such nominations and consents but has yet to release any details about the annual general meeting of RFS. On 19 September 2004 Sofcom's solicitors requested RFS's solicitors to advise when RFS will be convening the annual general meeting but have received no response.
- On 6 September 2004 ASIC denied an application by RFS to delay the holding of the annual general meeting (due to be held on or before by 30 November) pending a determination of the Federal Court proceedings referred to below.

4. Legal proceedings initiated by RFS

- On 14 July, RFS commenced proceedings in the Federal Court of Australia against Sofcom, Fast Scout and Altera alleging that the purchase of shares by each of the three companies in RFS in the period 22 June to 29 June 2004 was contrary to the insider trading provisions of the Corporations Act 2001. In the proceedings, RFS sought orders to restrain Sofcom, Fast Scout and Altera from exercising rights held by them as shareholders in RFS to:
 - (a) request the directors to call a general meeting of RFS;
 - (b) call a general meeting of RFS; or
 - (c) vote at any meeting of the members of RFS.
- On 2 August 2004, Sofcom announced that it had filed a defence and served a proposed cross-claim in the proceedings alleging that the issue of shares by RFS to Network and Cole Kablow Superannuation was oppressive to the shareholders of RFS and seeking orders against each of RFS, Network, Alan Davis Group and Alan Davis including:
 - (a) an order that RFS forthwith discontinue its claims against Sofcom;
 - (b) orders directing the disposal of the shareholdings of Alan Davis Group, Network and Cole Kablow Superannuation in RFS, or alternatively that those shares be vested in ASIC;
 - (c) alternatively an order that RFS buy back the shares issued by it to Network and Cole Kablow Superannuation at the price for which they were issued and that RFS sell the shares held by it in Network to fund such purchase;
 - (d) an order that Alan Davis resign forthwith as a director of RFS.

- On 3 September 2004, Sofcom announced that it intended to raise as part of the Federal Court proceedings a challenge to the acquisition made on 1 September 2004 by Network of the further 4,000,000 shares in RFS.
- On 31 August 2004, RFS disclosed in its Preliminary Final Report for 30 June 2004 that it had incurred in excess of \$250,000 on the Federal Court proceedings to date.
- The proceedings are scheduled to be heard by the Federal Court on 25 October 2004. It is expected that the hearing will take 2 weeks, involving RFS and the other parties in substantial legal expenses.

RESOLUTION 1 - Removal of Alan Andrew Davis as a director

Mr Davis was appointed director of the Company by the Board on 21 June 2004.

The Company disclosed the following details about Mr Davis in a market announcement on 17 June 2004:

“Mr Davis is aged 63 and graduated with the degree of Bachelor of Laws from the University of Sydney in 1963.

Mr Davis is Chairman of Gosford Quarries Limited. Gosford Quarries is the largest dimension stone business in Australia and Mr Davis has been involved with operating the business of Gosford Quarries since 30th June, 1974.

Mr Davis has extensive experience in the media industry, the oil and gas industry, real estate investment, motor vehicle retailing and mineral exploration.”

Central Exchange has not verified the accuracy of such information.

RESOLUTION 2 - Removal of Lawrence Joseph Chartres as a director

Mr Chartres was appointed director of the Company by the Board on 2 July 2004.

The Company disclosed the following details about Mr Chartres in a market announcement on 2 July 2004:

“Mr Chartres, aged 51, qualified as a Chartered Accountant more than 25 years ago. He has considerable experience in stockbroking and public company administration and management. He is experienced in property development and in the gaming and leisure industry”

Central Exchange has not verified the accuracy of such information.

RESOLUTION 3 – Removal of George Anthony Lister as a director

Mr Lister was appointed director of the Company by the Board on 2 July 2004.

The Company disclosed the following details about Mr Lister in a market announcement on 2 July 2004:

“Mr Lister, aged 69, was the founder and joint managing director of the City Automobile Holdings Group. He has been involved in the motor industry for over 45 years and in property development for a number of years. He is a director of Gosford Quarries Limited and Approved Securities Limited.”

Central Exchange has not verified the accuracy of such information.

RESOLUTION 4 – Election of Farooq Khan as a director

Mr Khan has been nominated by Sofcom, Fast Scout and Altera Capital as a Director for the Company. Mr Khan’s qualifications and experience are as follows:

Farooq Khan BJuris, LLb

Mr Khan is a qualified lawyer having previously practised principally in the field of corporate law. Mr Khan has extensive experience in the securities industry and the promotion and executive management of ASX listed companies. Mr Khan has guided the establishment and growth of a number of public listed companies involving capital raisings corporate takeovers and restructuring. Mr Khan is currently Chairman of five public listed companies – Bentley International Limited, Queste Communications Limited, Fast Scout Limited, Altera Capital Limited and Sofcom Limited.

RESOLUTION 5 – Election of Christopher Bruce Ryan as a director

Mr Ryan has been nominated by Sofcom, Fast Scout and Altera Capital as a Director for the Company. Mr Ryan’s qualifications and experience are as follows:

Christopher Ryan BEcon, MBA, FAusIMM, ASIA, MPESA

Mr Ryan is the Principal of Westchester Corporate Finance, a Sydney based corporate advisory firm specialising in advising ASX listed companies on fund raising, mergers and acquisitions and associated transactions. Prior to forming Westchester in July 1996, Christopher was with Schroders Australia Limited for 27 years. At Schroders, he served 3 years in the investment division, 2 years as an economist monitoring influences on interest rates and exchange rates and 22 years in the corporate finance division of which he was a director for 19 years specialising in advising on project financing and mergers and acquisitions mainly in the Australian minerals and oil and gas sectors. In addition, he has been the chairman and/or a director at various times of a number of Australian companies listed on the ASX. He is currently Chairman of Golden Cross Resources Ltd, Bligh Ventures Limited and Blue Ensign Technologies Limited and a director of Bentley International Limited.

RESOLUTION 6 - Election of Simon Kenneth Cato as a director

Mr Cato has been nominated by Sofcom, Fast Scout and Altera Capital as a Director for the Company. Mr Cato's qualifications and experience are as follows:

Simon Cato B.A., MSDIA

Mr Cato has more than 20 years capital markets experience within the Australian securities industry both in investment broking and in regulatory roles. He has been employed by the Australian Stock Exchange in Sydney and Perth in the companies department (which oversees the activities of listed companies) most recently as Manager, Companies for ASX Perth. Over the last 14 years Mr Cato has been an Executive Director of two stockbroking firms and in these roles has been involved in a diverse range of management and capital investment activities. Mr Cato has extensive stockbroking experience and is currently a director of ASX listed companies Bentley International Limited, Medusa Mining Limited, Altera Capital Limited and Sofcom Limited.

PROXY FORM

Rivkin Financial Services Limited
A.B.N. 58 061 287 045

Mark this box with an 'X' if you want to make any changes to your address details (see reverse)

Appointment of Proxy

I/We being a member/s of Rivkin Financial Services Limited and entitled to attend and vote hereby appoint

Write here the name of the person you are appointing if this person is **someone other than** the Chairman of the General Meeting.

or failing the person named, or if no person is named, the Chairman of the General Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions at the General Meeting of Rivkin Financial Services Limited to be held at the James Cook Room, The Wentworth Sydney, 61-101 Phillip Street, Sydney, New South Wales, at 2:00pm (AEST) on Wednesday, 3 November 2004 and at any adjournment of such General Meeting.

Voting directions to your proxy - please mark to indicate your directions

RESOLUTIONS	For	Against	Abstain*
1. Removal of Alan Davis as Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Removal of Lawrence Chartres as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Removal of George Lister as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Election of Farooq Khan as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Election of Christopher Ryan as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Election of Simon Cato as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Removal of other directors appointed after the date of notice of meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If 2 proxies are being appointed, the proportion of voting rights this proxy represents is: _____ %

* 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.

PLEASE SIGN HERE

This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual

Sole Director and Sole Company Secretary

Director

Director / Company Secretary

Contact Name

Contact Daytime Telephone

Date

Email: -----

INSTRUCTIONS FOR COMPLETING PROXY FORM

1. Your pre-printed name and address is as it appears on the share register of Rivkin Financial Services Limited. If this information is incorrect, please mark the box at the top of the proxy form and make the correction on the form. Shareholders sponsored by a broker should advise their broker of any changes to their registered holding. Please note that you cannot change ownership of your shares using this form.
2. Completion of a proxy form will not prevent individual shareholders from attending the General Meeting in person if they wish. Where a Shareholder completes and lodges a valid proxy form and attends the General Meeting in person, by attorney or in the vase of a corporate member, by corporate representative, then the proxy's authority to speak and vote for that Shareholder is suspended while the Shareholder/attorney/corporate representative is present at the General Meeting.
3. If a Shareholder appoints two proxies and the appointment does not specify the proportion or number of the shareholder's votes, each proxy may exercise half of those votes.
4. A shareholder may appoint an attorney to act at a meeting of the Company. If the appointor is an individual, the power of attorney must be signed in the presence of at least one witness. Where a shareholder appoints an attorney the power of attorney must be received by the Company in accordance with the same rules that apply to proxies.
5. A corporate shareholder may appoint an individual to act as its representative at meetings of shareholders as permitted by section 250D Corporations Act 2001.
6. An appointment of proxy by a shareholder is revoked (or, in the case of a standing appointment, suspended for that particular meeting) if the Company receives a further appointment of proxy form from that shareholder which would result in there being more than 2 proxies of that shareholder entitled to act at a meeting. The appointment of proxy made first in time is the first to be treated as revoked or suspended by this rule.

7. 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, the person named first in the Register must sign.
- Power of Attorney:** If you are signing under a Power of Attorney, you must lodge an original or certified photocopy of the appropriate Power of Attorney with your completed Proxy Form.
- 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.

8. Lodgment of a Proxy

This Proxy Form or any instrument effecting an appointment of an attorney must be received at the registered office or share registry of Rivkin Financial Services Limited (or transmitted by facsimile to such offices) **not later than 2:00 pm (AEST) on Monday, 1 November 2004** (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:

- by posting, delivery or facsimile to the addresses below:

Rivkin Financial Services Pty Limited
c/- Computershare Investor Services Pty Limited

Level 2, 45 St Georges Terrace or GPO Box D182
Perth Western Australia 6005 Perth WA 6840

Facsimile: (08) 9323 2033

Rivkin Financial Services Pty Limited
Level 33
Citigroup Centre
2 Park Street
Sydney, New South Wales, 2000

Facsimile: (02) 8268 7582