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McGUIGAN  
SIMEON  
WINES LIMITED



MCGUIGAN SIMEON WINES LIMITED ACN 052 179 932

## NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of McGuigan Simeon Wines Limited (the "Company") will be held at the Grand Lodge Room, Sydney Masonic Centre, 279 Castlereagh Street, Sydney, on Wednesday 28 November, 2007 at 3.00 pm.

### ORDINARY BUSINESS

#### A. Accounts

To consider and receive the Financial Report, the Director's Report and the Auditor's Report of the Company for the year ended 30 June 2007.

*McGuigan Simeon Wines Limited 30th June, 2007 Annual Report is now available at:  
[www.mswl.com.au/Shareholders/Annual Report](http://www.mswl.com.au/Shareholders/Annual Report)*

#### B. Re-election of Directors

##### Resolution 1

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

*"That Perry R Gunner is re-elected as a director of the Company."*

##### Resolution 2

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

*"That Christopher L Harris is re-elected as a director of the Company."*

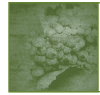
#### C. Adoption of Remuneration Report

##### Resolution 3

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

*"That the Remuneration Report of the Company for the year ended 30 June 2007 be adopted."*

Please note that the vote on this resolution is advisory only and does not bind the directors or the Company.



## NOTES

### 1. Entitlement to Attend and Vote

For the purposes of the meeting, those shareholders who are registered members as at the close of business (7 pm Sydney time) on 26 November 2007 will be voting members for the meeting. Accordingly, transactions registered after that time will be disregarded in determining shareholders entitled to attend and vote at the meeting.

### 2. Appointment of Proxies

A member entitled to attend and vote at the above meeting is entitled to appoint a person as its proxy to attend and vote for the member at the meeting. An appointed proxy need not be a member of the Company and may be an individual or a body corporate.

A proxy appointed to attend and vote for a member has the same rights as the member to speak at the meeting and to join in a demand for a poll. An appointment may specify the number or proportion of the member's votes that the proxy is to exercise.

If you are entitled to cast two or more votes on a resolution at the meeting, you may appoint two separate proxies to vote on your behalf. Where two proxies are appointed, you may specify the number or proportion of votes that each may exercise, failing which each may exercise half of your votes. Fractions of votes will be disregarded.

A proxy form has been included with this Notice of Meeting. Further instructions on proxy voting are located on the back of the proxy form. If you wish to appoint a second proxy, please contact the Company's Share Registry, Computershare Investor Services Pty Limited, to acquire a second form. Contact details are located on the proxy form accompanying this notice.

The Proxy Form must be sent and received in accordance with note 4 below.

### 3. Power of Attorney

If a shareholder has appointed an attorney to attend and vote at the meeting (or if a proxy form is signed by an attorney), the power of attorney, or a certified copy of the power of attorney, must be sent and received in accordance with note 4 below.

### 4. Proxy Form and Power of Attorney Delivery

To be effective either the original or a facsimile transmission of the proxy and any power of attorney, or a certified copy of the power of attorney, (if any) under which the proxy is signed must be received at the Company's Share Registry, Computershare Investor Services Pty Limited in the envelope provided (if mailing within Australia) or at GPO Box 1903, Adelaide SA 5001 (facsimile 08 8236 2305), no later than 3.00 pm on 26 November 2007.

### 5. Corporate Representatives

If a corporate representative is to attend the meeting on behalf of a corporate member, a formal notice of appointment must be brought to the meeting. A copy of a valid form of appointment can be obtained from the Company's Share Registry or at [www.computershare.com.au](http://www.computershare.com.au).

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## 6. Questions and Comments by Members

### *Questions regarding Company management and the Remuneration Report*

In accordance with the Corporations Act 2001, the chairperson of the meeting will allow a reasonable opportunity for members – as a whole – at the meeting to ask questions about, or make comments on, the management of the Company and the Remuneration Report.

### *Questions regarding the Company's audit and accounting policies*

The chairperson will allow a reasonable opportunity for members at the meeting to ask questions of a representative of the Company's Auditors, Deloitte Touche Tohmatsu, 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.

Pursuant to the Corporations Act 2001, members may submit written question to the Company's Auditors relevant to the content of the Auditor's Report to be considered at the Annual General Meeting or the conduct of the audit of the Financial Report to be considered at the Annual General Meeting.

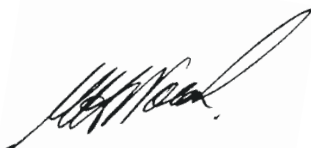
Questions to the Company's Auditors must be given to the Company no later than Wednesday 21 November 2007. The Company may examine the contents, or make a copy, of any question so submitted. A list of relevant written questions (prepared by the Company's Auditors) will be made available to members attending the Annual General Meeting before the start of the meeting.

The chairperson of the Annual General Meeting will allow a reasonable opportunity at the meeting for a representative of the Company's Auditors to answer any written questions submitted in accordance with the above procedure. If the Company's Auditor has prepared written answers to written questions, the chairperson may allow these to be tabled at the meeting and such written answers will be made available to members as soon as practicable after the meeting.

Please send any written questions for the Company's Auditors to:

- the Company at its registered office at Level 2, 170 Greenhill Rd, Parkside SA 5063 or by facsimile on (08) 8357 8544 by no later than 5:00pm EST on Wednesday 21 November 2007.

Dated: 15 October 2007



Michael Noack

Company Secretary  
By Order of the Board



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## EXPLANATORY NOTES ON ITEMS OF BUSINESS

### Resolution 1:

#### Re-election of Perry R Gunner

Perry R Gunner retires in accordance with the rotation procedure in Rule 89 of the Company's Constitution and, being eligible, offers himself for re-election.

Mr. Gunner has been a Non-Executive Director of the Company since 2002. Formerly Chairman and Chief Executive Officer of Orlando Wyndham Group Pty Ltd and Chairman of Freedom Nutritional Products Limited and ABB Grain Ltd.

### Resolution 2:

#### Re-election of Christopher Lee Harris

Christopher Lee Harris retires in accordance with the rotation procedure in Rule 89 of the Company's Constitution and, being eligible, offers himself for re-election.

Mr. Harris has been a Non-Executive Director of the Company since 2002. Formerly CEO and Group Managing Director of FH Faulding & Co. Ltd. Chairman of Argo Investments Limited, and a Director of Adelaide Brighton Limited, Peptech Limited, United Water International Pty Limited and JM Financial Group Ltd.

### Resolution 3:

#### Remuneration Report

The Remuneration Report for the year ended 30 June 2007 is contained within the Annual Report of the company for the financial year ended 30 June 2007.

Pursuant to section 250R(2) of the Corporations Act 2001, a resolution that the Remuneration Report be adopted must be put to the vote at the Company's Annual General Meeting. The vote on the proposed resolution is advisory only and does not bind the directors or the Company.

The chairperson of the Annual General Meeting will allow a reasonable opportunity for members to ask questions about, or make comments on, the Remuneration Report.