

NOTICE OF ANNUAL GENERAL MEETING

INVENTIS LIMITED
(ABN 40 084 068 673)

NOTICE is hereby given that the Annual General Meeting of Inventis Limited will be held at the Coles Room, Level 3, The State Library of New South Wales, Macquarie Street, Sydney NSW 2000 at 10:00am on Wednesday, 26 November 2008.

Business

The Business of the meeting shall be:

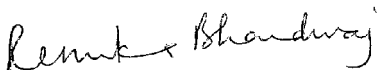
General Business:

1. To receive the statement of financial performance, statement of financial position and the cash flow statement along with the Notes to the financial statements, directors' report and auditor's report for the year ended 30 June 2008.
2. To receive the recommendation of the directors that no dividend be declared for the financial year ended 30 June 2008.
3. To receive and consider the Remuneration Report for the year ended 30 June 2008. *Note - the vote on this resolution is advisory only and does not bind the directors or the Company.*
4. To consider and, if thought fit, to pass the following resolution as an ordinary resolution:
*"That **Mr Charles Michael Wright**, a director filling a casual vacancy as per clause 89 of the Constitution of the Company and being eligible, offers himself for election, is elected as a Director of the Company."*
5. To consider and, if thought fit, to pass the following resolution as an ordinary resolution:
*"That **Mr Denis Pidcock**, a director filling a casual vacancy as per clause 89 of the Constitution of the Company and being eligible, offers himself for election, is elected as a Director of the Company."*
6. To consider and, if thought fit, to pass the following resolution as an ordinary resolution:
*"That **Mr Ian Winlaw**, a director retiring from office by rotation in accordance with the Constitution of the Company and being eligible, offers himself for re-election, is re-elected as a Director of the Company."*

Special Business:

7. To consider and if, thought fit, pass the following resolution as a special resolution:
"That the existing Constitution of the Company be amended in the form tabled at this meeting and initialled by the Chairman for identification, and be adopted as the Constitution of the Company with effect from the close of the Company's 2008 Annual General Meeting ."

By order of the Board.



Renuka Bhardwaj
Company Secretary
Date: 24 October 2008

NOTES

VOTING REQUIREMENTS

Entitlement to Vote

Inventis Limited (as convener of the meeting) has determined that a person's entitlement to vote at the Annual General Meeting will be the entitlement of that person set out in the Register of Shareholders as at 7:00PM Eastern Daylight Time 24 November 2008.

In accordance with the Corporations Act and ASX Listing Rules the Chairman will disregard any votes by any party having a pecuniary interest or potential pecuniary interest in any of the resolutions.

Proxies

1. A shareholder entitled to attend and vote at the meeting is entitled to appoint not more than two proxies. If you wish to appoint two proxies, please obtain a second proxy form by telephoning Computershare Investor Services Pty Ltd on 61 3 9415 4000. Proxy forms should be lodged together.
2. If a member appoints two proxies, and the appointment does not specify the proportion or number of the member's votes exercisable by each proxy, then each proxy may exercise half of the votes.
3. On a show of hands, a member present in person or by proxy shall have one vote and upon a poll one vote for every share held, provided that if a member appoints two proxies neither shall be entitled to vote on a show of hands.
4. The proxy form must be signed by the member or the attorney of the member duly authorised in writing or if the member is a corporation, either under the seal of the corporation (in accordance with its Constitution) or pursuant to s.127 (1) of the *Corporations Act 2001*, or under the hand of an officer or attorney duly authorised in writing by the corporation. In the case of joint holders, all holders must sign.
5. A proxy need not be a shareholder of the Company.
6. Proxy appointments should be forwarded to the Company's share register, Computershare Investor Services Pty Ltd as follows:

In person: Level 2, 60 Carrington Street, Sydney, NSW 2000

By mail: GPO Box 242 Melbourne, VIC 3001

By facsimile: +61 3 9473 2555
7. To be effective, the completed proxy must be received by Computershare Investor Services Pty Limited in accordance with the above instructions by 10:00AM Eastern Daylight Time on 24 November 2008.

EXPLANATORY STATEMENT

This Explanatory Statement contains information relating to the resolutions proposed in the Notice of Annual General Meeting which it accompanies and should be read carefully prior to the Annual General Meeting.

Resolution 4: Election of Director - Mr Charles Michael Wright

Mr Charles Michael Wright was appointed as a Director of the Company on 13 October 2008. The Company's Constitution requires that Directors who have been appointed since the last Annual General Meeting of the Company offer themselves for election at the next Annual General Meeting. Consequently, Mr Wright offers himself for election.

Profile of Mr Charles Michael Wright

Mr Charles Wright has over thirty years experience as a Chairman and Director of a number of private, public, not for profit and government organisations. Mr Wright's experience spans various sectors and management disciplines including strategic direction and corporate advisory services involving a range of product and services. He has been instrumental in restructuring / re-establishing a positive platform for many organisations to enhance their future direction and create value for their respective stakeholders. Mr Wright also brings to the company a range of contacts, knowledge and skills that will open doors and provide opportunities for the Inventis Technology group and its range of products. Among other appointments he was Vice President of NSW Employers Federation and remains Chairman of Sydney-based corporate advisory services Wright Corporate Group, Octan Energy and is a Director of Interface Partners and Legacy.

Resolution 5: Election of Director - Mr Denis Pidcock

Mr Denis Pidcock was appointed as a Director of the Company on 13 May 2008. The Company's Constitution requires that Directors who have been appointed since the last Annual General Meeting of the Company offer themselves for election at the next Annual General Meeting. Consequently, Mr Pidcock offers himself for election.

Profile of Mr Denis Pidcock

Denis Pidcock has had a business career spanning 45 years, the first 14 of which were spent as a professional electrical engineer in Germany and Australia engaged in advanced technology industrial applications relating to high powered drives, power stations, power transmission and automation and control systems working with the likes of Siemens. In the following years he was Chief Executive of a diversified family company, Executive Director, Finance and Administration, Leighton Holdings Limited, Australia's largest construction, engineering and property group and General Manager of the New South Wales Government's Treasury Corporation, providing private sector finance to public infrastructure. Denis has extensive experience in both senior level executive management and non-executive directorship roles across a wide range of industry fields in private, public and government corporations as well as considerable international involvement in Europe, the United States and South East Asia.

Resolution 6: Election of Director - Mr Ian Winlaw

Mr Ian Winlaw was appointed as a Director of the Company at the Shareholders Meeting held on 16 April 2007. The Company's Constitution requires that at every Annual General Meeting one-third of the Directors (except a Managing Director) shall retire from office and Mr Winlaw being eligible, offers himself for re-election.

Profile of Mr Ian Winlaw

Ian Winlaw is an accountant with his own practice in Sydney. In addition to this practice he has been a professional company director since 1973. Important roles include joining the board of Cloncurry Mining Limited prior to its first float in 1992 and seeing that company develop from the exploration stage to commissioning of one of the first SX/EW copper plants in Australia. Ian is a former director of ASX listed Axiom Mining Limited and Integrated Research Limited and is chairman of Australian Alpaca Fleece Limited, an unlisted public company.

Special Business:

Resolution 7: To adopt amendments to the Constitution of the Company.

The Company was listed on 14 April 1999 as "Gregory Industries Limited" and the Shareholders adopted the Existing Constitution as part of the Listing Requirements. Since then, the Constitution has not been updated. The changes to ASX Listing Rules occurred in 2005 when SCH Business Rules were repealed and ACH Clearing Rules and ASTC Settlement Rules came into existence.

In order to update the Constitution not only with ASX changes to the Listing Rules but also with regard to changes in Legislation and other requirements, the Directors of the Company recommend to amend the Constitution to reflect all these changes including change of name of the Company.

For the benefit of members, the amended Constitution highlighting the changes to the existing constitution will be available to be viewed both online at www.inventis.com.au and at the registered office of Inventis Limited at Suite 12, 1 Box Road, Caringbah NSW 2229.



Inventis Limited
ABN 40 084 068 673

000001 000 IVT
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Lodge your vote:



By Mail:

Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For all enquiries call:

(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000

How to complete this Proxy Form

Please read these notes prior to completion of the Proxy Form

For your vote to be effective it must be received by 10.00am (AEDT) Monday 24 November 2008
Your Annual Report is available online, simply visit
<http://www.inventis.com.au/investor-relations/annual-reports.shtml>

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Voting 100% of your holding: You may direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote on that item will be invalid.

Voting a portion of your holding: You may indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

Signing Instructions

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

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 sign in the appropriate place to indicate the office held.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.computershare.com.

Comments & Questions: If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

Turn over to complete the form ➔

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View your securityholder information, 24 hours a day, 7 days a week: www.investorcentre.com	
<input checked="" type="checkbox"/> Review your securityholding <input checked="" type="checkbox"/> Update your securityholding	Your secure access information is: SRN/HIN: I9999999999 PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

MR SAM SAMPLE
 FLAT 123
 123 SAMPLE STREET
 THE SAMPLE HILL
 SAMPLE ESTATE
 SAMPLEVILLE VIC 3030

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

Proxy Form

Please mark to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being a member/s of Inventis Limited hereby appoint

the Chairman of the meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Inventis Limited to be held at the Coles Room, Level 3, The State Library of New South Wales, Macquarie Street, Sydney NSW 2000 on Wednesday 26 November 2008 at 10.00am and at any adjournment of that meeting.

STEP 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

	For	Against	Abstain
*1 To receive and consider the financial reports.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To receive the recommendation of the directors that no dividend be declared for the financial year ended 30 June 2008.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
*3 To receive and consider the Remuneration Report for the year ended 30 June 2008.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To elect Mr Charles Michael Wright as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To elect Mr Dennis Pidcock as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To re-elect Mr Ian Winlaw as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To approve to amend the Constitution of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
*8 Any other business that can properly be brought before the meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

* Resolutions 1, 3 and 8 are not subject to formal resolutions and are considered as advisory resolutions only.

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

Contact Name _____

Contact Daytime Telephone _____

Date ____/____/____



Inventis Limited

ABN 40 084 068 673

All correspondence to:
Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne VIC 3001
Enquiries within Australia 1300 855 080
Enquiries outside Australia 61 3 9415 4000
web.queries@computershare.com.au
www.computershare.com
Fax Number: 03 9473 2500

000001 000 IVT
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Dear Securityholder,

We have been trying to contact you in connection with matters arising from your securityholding in Inventis Limited. Unfortunately, our correspondence has been returned to us marked "Unknown at the current address". For security reasons we have flagged this against your securityholding which will exclude you from future mailings, other than notice of meeting.

We value you as a securityholder and request that you supply your current address so that we can keep you informed about our Company. Where the correspondence has been returned to us in error we request that you advise us of this so that we may correct our records.

You are requested to include the following;

- >Security Reference Number (SRN);
- >ASX trading code;
- >Name of company in which security is held;
- >Old address; and
- >New address.

Please ensure that the notification is signed by all holders and forwarded to our Share Registry at:

Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne Victoria 3001
Australia

Note: If your holding is sponsored within the CHESS environment you need to advise your sponsoring participant (in most cases this would be your broker) of your change of address so that your records with CHESS are also updated.

Yours sincerely

Renuka Bhardwaj
Company Secretary

