

GRAND PARADE INVESTMENTS LIMITED
(Incorporated in the Republic of South Africa)
(Registration Number: 1997/003548/06)
("the Company")

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the annual general meeting of shareholders of the Company will be held at Market Hall, GrandWest Casino, Goodwood on 18 December 2006 at 11h00 to consider, propose and/or conduct the following business –

1. Ordinary Resolution Number One

To receive, consider and adopt the annual financial statements of the Company and the Group for the year ended 30 June 2006

"RESOLVED THAT the audited financial statements in respect of the Company for the financial year ended 30 June 2006 be and is hereby confirmed and adopted."

2. Ordinary Resolution Number Two

To re-elect R. Freese as director of the Company

"RESOLVED THAT R. Freese, who retires by rotation and being eligible for re-election, be and is hereby re-appointed as director of the Company."

3. Ordinary Resolution Number Three

To re-elect N. Daniels as director of the Company

"RESOLVED THAT N. Daniels, who retires by rotation and being eligible for re-election, be and is hereby re-appointed as director of the Company."

4. Ordinary Resolution Number Four

To approve the directors' fees

"RESOLVED THAT the directors' fees for the year ended 30 June 2006 be and are hereby approved."

5. Ordinary Resolution Number Five

To re-appoint Ernst & Young as auditors for the ensuing financial year

"RESOLVED THAT the auditors, Ernst & Young, be re-appointed as the auditors of the Company until the next Annual General Meeting."

6. Ordinary Resolution Number Six

To authorise the directors to determine the auditors' remuneration for the past audit

"RESOLVED THAT the directors of the Company be and are hereby authorised to determine the remuneration of the Company's auditors for the audit services provided during the financial year ended 30 June 2006."

7. Ordinary Resolution Number Seven

To place the unissued shares of the Company under the directors' control

“**RESOLVED THAT** the entire authorised, but unissued share capital of the Company from time to time be and is hereby placed under the control of the directors of the Company until the next annual general meeting of the Company, with the authority to allot and issue all or part thereof in their discretion, subject to sections 221 and 222 of the of the Companies Act 1973 (Act 61 of 1973), as amended, and, if and to the extent that the shares in the Company have been listed, the Listings Requirements of the JSE Limited.”

8. Special Resolution Number Eight

To the articles of association of the Company with articles of association complying with the JSE Listings Requirements

“**RESOLVED THAT** the articles of association of the Company be and is hereby abrogated in its entirety and the Company adopts in place thereof the articles of association signed by the chairperson for identification purposes, which new articles are and have been available for inspection purposes at the registered offices of the Company.”

Reason for and effect of Special Resolution Number Eight

The reason for and effect of Special Resolution Number Eight is to replace the existing articles of association of the Company with articles of association of a listed company.

9. Ordinary Resolution Number Nine

Granting the directors of the Company general authority to implement the aforesaid resolutions

“**RESOLVED THAT** the directors of the Company be and are hereby authorised to do all such things and sign all documents and take all such action as they consider necessary to give effect to and implement the resolutions set out in the notice convening the annual general meeting at which this Ordinary Resolution Number Nine will be considered.”

10. To transact such other business as may be transacted at an annual general meeting.

Voting and Proxies

A member entitled to attend and vote at the annual general meeting is entitled to appoint a proxy or proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the Company.

A form of proxy is attached for the convenience of any shareholder who cannot attend the annual general meeting. Duly completed forms must be lodged with the company secretary at the Company's address by not later than 11h00 on 13 December 2006, in accordance with the instructions thereon.

By order of the Board

GRAND PARADE INVESTMENTS LIMITED

Chairman

17 November 2006