

COUNSEL'S CHAMBERS LIMITED

NOTICE OF MEETING

Notice is hereby given that an **EXTRAORDINARY GENERAL MEETING** of shareholders of Counsel's Chambers Limited will be held on Level 1, Selborne Chambers, 174 Phillip St, Sydney on 6 May 2015 at 4.30 p.m.

SPECIAL BUSINESS

Change of Auditors

The Board of Directors of Counsel's Chambers Limited is recommending to shareholders that new Auditors be appointed. The Company's current Auditors are Ernst & Young and they were appointed in 1988. The Board is of the view that new Auditors should be appointed and after reviewing proposals from three firms to undertake the Company's Audit and related Accountancy work the Board resolved at their meeting held on the 8 April 2015 to nominate Deloitte Touche Tohmatsu as the Company's Auditors to replace Ernst & Young and to recommend to shareholders that they be appointed as the Company's Auditors to be effective from the date of this meeting.

At the Extraordinary General Meeting, it is intended to propose the following resolutions:

- (a) A resolution that Ernst & Young be removed as the Company's Auditors;
- (b) A special resolution that Deloitte Touche Tohmatsu be appointed as the Company's Auditors.

Dated at Sydney this 9th Day of April 2015.

By Order of the Board.

DEBBIE GEORGE
GENERAL MANAGER

A member entitled to attend and vote at the above meeting is entitled to appoint not more than two proxies to attend and vote in his stead. Where more than one proxy is appointed each proxy must be appointed to represent a specified proportion of the member's voting rights. A proxy need not be a member. Proxies must be deposited at the office of the Company, First Floor, 174 Phillip Street, Sydney not less than 24 hours before the time for holding the meeting.

(PLEASE NOTE THAT IF YOUR SHARES ARE HELD BY A COMPANY, PROXIES SHOULD BE COMPLETED UNDER THE SEAL OF THAT COMPANY IF REQUIRED BY THE ARTICLES OF ASSOCIATION)