

R H G

ABN 22 055 136 564

RHG Limited NOTICE OF ANNUAL GENERAL MEETING

to be held at 2.00 pm on
Thursday 13 November 2008 at
The Grace Hotel
77 York Street
Sydney NSW 2000

Registered Office:
Level 22
1 York Street
SYDNEY NSW 2000

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting ("the Meeting") of RHG Limited ("the Company") will be held at, The Grace Hotel, 77 York Street, Sydney NSW 2000 on Thursday 13 November 2008 at 2.00 pm.

ORDINARY BUSINESS

Consideration of Financial Report

To consider the Financial Report and the Reports of the Directors and Auditors for the year ended 30 June 2008.

No resolution is required to be considered by Members under the Corporations Act or the Company's Constitution.

Adoption of the Remuneration Report for the year ended 30 June 2008

Resolution 1 Remuneration Report (non binding)

To consider and put to a non-binding vote the following resolution:

"That the Remuneration Report required by section 300A of the Corporations Act, as contained in the Directors' Report of the Company, for the year ended 30 June 2008 be adopted, details of which are set out in the explanatory notes to resolution 1 in the notice of meeting."

Election of Directors

Resolution 2 Re-Election of Mr John Kinghorn as a Director.

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

"Mr John Kinghorn retires by rotation in accordance with Clause 10.3 of the Company's Constitution and being eligible, offers himself for re-election."

Dated 25 October 2008

BY ORDER OF THE BOARD



N J V Geddes
Company Secretary

EXPLANATORY MEMORANDUM:

Resolution 1 - Adoption of the Remuneration Report

Consistent with section 250R of the Corporations Act, the Company submits to shareholders for consideration and adoption by way of a non-binding resolution its Remuneration Report for the year ended 30 June 2008. At the meeting there will be a reasonable opportunity for discussion of the report.

The Remuneration Report is a distinct section of the annual Directors' Report which deals with the remuneration of Directors and executives (which includes senior managers) of the Company. The Remuneration Report can be located in the Company's Annual Report on pages 10 to 13.

Resolution 2 – Mr John Kinghorn (executive Director)

Pursuant to the Constitution Mr Kinghorn will retire by rotation and seeks re-election.

Details of Mr Kinghorn's background and experience are set out in the Annual Report.

The Board supports the re-election of Mr Kinghorn.

NOTES:

- 1 A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on the member's behalf. If the member is entitled to cast two or more votes at the meeting, the member may appoint not more than two proxies to attend and vote on the member's behalf.
- 2 If a member appoints two proxies, each proxy should be appointed to represent a specified proportion or number of the member's votes. In the absence of such a specification, each proxy will be entitled to exercise half the votes.
- 3 A proxy need not be a member of the Company.
- 4 To appoint a proxy (or two proxies), a proxy form must be signed by the member or the member's attorney duly authorised in writing. If the member is a corporation, the proxy form must be signed either under the corporation's common seal (if any) or under the hand of its attorney or officer duly authorised.
- 5 To be effective, a proxy form (and, if it is signed by an attorney, the authority under which it is signed or a certified copy of the authority) must be received by the Company not later than 48 hours prior to the Meeting. Proxy forms and authorities may be sent to the Company by post, personal delivery or fax:

Computershare Investor Services Pty Limited

Street address: Level 2, 60 Carrington Street, Sydney NSW 2000

Mailing address: GPO Box 242, Melbourne VIC 8060

Fax: +612 03 9473 2555

Provided that members who forward their proxy forms by fax are required to make available the original executed form of the proxy for production, if called upon at the meeting to do so.

- 6 For the purposes of the Annual General Meeting, persons on the register of members as at 2.00 pm (AEST) on Tuesday 11 November 2008 will be treated as members. This means that if you are not the registered holder of a relevant share at that time you will not be entitled to vote in respect of that share.

