



Betta Stores Limited
 ABN 44 009 710 605

Proxy Form

Return Proxies to:
 Computershare Investor Services Pty Limited
 GPO Box 523 Brisbane
 Queensland 4001 Australia
 Facsimile 61 7 3229 9860

XYZ PTY LTD

Securityholder Reference Number
 10010001010

Appointment of Proxy

I/We being a member/s of Betta Stores Limited and entitled to attend and vote hereby appoint



The Chairman
 of the Meeting
 (mark with an "X")

OR

If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate you are appointing as your proxy

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 Betta Stores Limited to be held at 9.00am on 22 November 2004 and at any adjournment of that meeting

Voting directions to your proxy – please mark the relevant box to indicate your directions

	For	Against	Abstain*
Item 1 Receive and consider the reports of the Company, Directors & Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2 To elect 2 directors from the following (please vote for 2 persons only)			
(a) Re-elect Mr Everard Johnson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) Re-elect Mr Graham Currington	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) Elect Mr Thomas Antonio	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) Elect Mr Michael Breeman	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3 Increase the Aggregate Maximum Remuneration of Directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4 Approve the Dividend Reinvestment Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each of the items 1, 3 and 4
 The Chairman of the Meeting intends to abstain from voting on undirected proxies in item 2

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

Appointing a second Proxy

I/We wish to appoint a second proxy



Mark with an "X" if you wish to appoint a second proxy

%

OR

State the percentage of your voting rights for this Proxy Form or the number of shares for this Proxy Form

PLEASE SIGN HERE

This section must be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Shareholder 1

Shareholder 2

Shareholder 3

Individual/Sole Director and

Director

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date

____/____/____

How to complete the Proxy Form

1 Your Address

This is your address as it appears on the company's share register. If this information is incorrect, please advise the share registry in writing. Shareholders sponsored by a broker (in which case your reference number overleaf will commence with an 'x') should advise their broker of any changes.

2 Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of that individual or body corporate in the space provided. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the company.

3 Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

4 Appointment of a Second Proxy

You are entitled to appoint a second proxy to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form.

To appoint a second proxy you must:

- (a) indicate that you wish to appoint a second proxy by marking the box
- (b) on each of the first Proxy Form and the second Proxy form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (c) return both forms together in the same envelope.

5 Signing Documents

You must sign this form as follows in the spaces provided;

Individual: where the holding is in one name, the holder must sign.

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

Power of Attorney: to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, 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 2004) 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 indicate the office held by signing in the appropriate place.

If a representative of a corporate Shareholder or proxy is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the company's share registry.

Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at the address or fax number given on the front of this form no later than 48 hours before the commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.