

SCOTT

Scott Corporation Limited
ABN 74 003 707 499

000001 000 SCC
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 855 080
(outside Australia) +61 3 9415 4000

Proxy Form

For your vote to be effective it must be received by 11:00am on Tuesday 4 November 2008

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: 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 will be invalid on that item.

Voting a portion of your holding: 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 →



View your securityholder information, 24 hours a day, 7 days a week:

www.investorcentre.com

- Review your securityholding
- 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.

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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.



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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 Scott Corporation 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 Scott Corporation Limited to be held at The Grace Hotel, 77 York Street, Sydney on Thursday, 6 November 2008 at 11:00am 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
2 That the Remuneration Report for the year ended 30 June 2008 is adopted.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To re-elect Mr. B.C. Grubb as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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 / /

SCC

999999A

Computershare +

SCOTT

Scott Corporation Limited

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the shareholders of Scott Corporation Limited (the "Company") will be held at The Grace Hotel, 77 York Street, Sydney NSW 2000 on Thursday, 6 November 2008 at 11.00 am (Sydney time).

BUSINESS

Accounts and Reports

1. To receive and consider the Financial Statements of the Company and its controlled entities for the year ended 30 June 2008 and the related Directors' Report, Directors' Declaration and Independent Audit Report.

Remuneration Report

To consider and if thought fit, to pass the following resolution as an **advisory resolution**:

2. That the Remuneration Report for the year ended 30 June 2008 (as included in the Directors' Report) is adopted.

Re-election of Director

To consider and if thought fit, to pass the following resolution as an **ordinary resolution**:

3. That Mr. B.C. Grubb, who retires by rotation in accordance with article 18.2 of the Constitution, being eligible, is re-elected as a Director of the Company.

Other Business

4. To deal with any other business that may be brought forward in accordance with the Constitution and the Corporations Act 2001.



By order of the Board

Karl E Cope
Company Secretary

EXPLANATORY NOTES

REMUNERATION REPORT

The Remuneration Report is contained in the Directors' Report included in the Company's 2008 Annual Report. The report explains the Company's remuneration policies and philosophies and sets out remuneration details for Directors and certain executives. The Board recommends that shareholders vote in favour of this Advisory Resolution.

RE-ELECTION OF DIRECTOR

Mr. Bruce C. Grubb

Mr. Grubb is a senior transport executive aged 58. Mr. Grubb joined the Scott Corporation Limited Board in 2000, and has over 30 years experience in the transport industry and is the Chief Executive and Executive Director of Scotts Transport Industries Pty Limited. In addition Mr. Grubb is also the Chairman of The Border Watch, and a Director of AA Scott Pty Limited and K&S Corporation Limited.

VOTING ENTITLEMENTS

Directors have determined that the shareholding of each shareholder for the purpose of ascertaining the voting entitlements for the Annual General Meeting will be as it appears in the share register at 7:00pm on 4 November 2008.

PROXIES

A shareholder has the right to appoint a proxy, who need not be a shareholder of the Company. If a shareholder is entitled to cast two or more votes, they may appoint two proxies and specify the percentage of votes each proxy is appointed to exercise. The proxy form (see attached) must be deposited at the office of the Company's share registry; Computershare Investor Services Pty Ltd, GPO Box 4195, Sydney NSW 2001, Australia or received at the following facsimile number; (03) 9473 2118 not later than 48 hours before the commencement of the meeting.

Scott Corporation Limited
ABN 74 003 707 499

Registered Office:
55 Davies Road
Padstow NSW 2211
Telephone: (02) 9792 9400
Facsimile: (02) 9792 9410

Annual General Meeting Location:
The Grace Hotel
77 York Street
Sydney NSW 2000
Thursday 6 November 2008, 11am.

Share Registry:
Computershare Investor Services Pty Ltd
Level 3/60 Carrington Street
Sydney NSW 2000
GPO Box 4195
Sydney, NSW 2001
Telephone: 1300 850 505
Facsimile: (03) 9473 2118

SCOTT

Scott Corporation Limited

26 September 2008

Dear Shareholder,

I am pleased to invite you to attend the Annual General Meeting ("AGM") of Scott Corporation Limited.

The AGM will be held at 11:00am on Thursday, 6 November 2008 at The Grace Hotel, 77 York Street, Sydney.

Your Notice of AGM and Proxy Form, together with your Annual Report, for those that receive it, for the Company for the year ended 30 June 2008 are enclosed.

Shareholder participation in the AGM is a valuable component of the Company's corporate governance system and we look forward to your attendance.

For further information or other enquiries, please contact me at your convenience on 02 9792 9400.

Yours faithfully



Karl E Cope
Company Secretary

Corporate Head Office
ABN 74 003 707 499

55 Davies Road
Padstow NSW 2211

Locked Bag 7
Padstow NSW 2211

T (02) 9792 9400
F (02) 9792 9410

www.scottcorp.com.au

