

Multispares Holdings Limited

ACN 003 135 680
151 Fairfield Road,
Guildford, NSW 2161
P.O. Box 271,
Guildford, NSW 2161
Office: 61 2 9722 2020
Facsimile: 61 2 9722 2095
Internet: www.multispares.com.au



First in Truck & Bus Parts

29 November 2002

The Manager
Companies Announcements Office
Australian Stock Exchange Limited
20 Bridge Street
Sydney NSW 2000

Dear Sir

RE: ANNUAL GENERAL MEETING

The Directors of Multispares Holdings Limited advise that at the Annual General Meeting of the company held on 28 November 2002 the resolutions detailed in the attached Notice of Annual General Meeting were passed on show of hands.

In accordance with section 251AA of the Corporations Act 2001, we advise proxy votes received as follows

Resolution	For	Against	Abstain	Proxy's Discretion	Total
2	9,064,263	745,800			9,810,063
3	9,810,063				9,810,063
4	8,096,463	748,200	965,400		9,810,063
5	1,857,149	1,716,600			3,573,749
6	9,066,063	744,000			9,810,063

No other resolutions were put to the meeting.

Yours faithfully

Peter Gill
Company Secretary



NOTICE OF ANNUAL GENERAL MEETING

TO BE HELD AT 151 FAIRFIELD ROAD GUILDFORD

ON

**THURSDAY 28 NOVEMBER 2002
AT 3.00PM**

MULTISPARES HOLDINGS LIMITED

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NOTICE OF ANNUAL GENERAL MEETING

The Sixteenth Annual General Meeting of Multispares Holdings Limited (**Company**) will be held at the following time and place:

time: 3.00 pm, 28 November 2002
place: 151 Fairfield Road, Guildford, NSW

AGENDA

A ORDINARY BUSINESS

1. Financial Reports

Consideration of the Financial Report, Directors' Report and Auditor's Report for the year ended 30 June 2002.

2. Re-election of Director

Consideration and, if thought appropriate, approval of the re-election of Mr G.T. Lingard as a Director, who retires by rotation in accordance with the Company's Constitution, and being eligible for re-election has offered himself for re-election.

Biographical information on Mr G.T. Lingard is set out in the explanatory notes to this notice.

B SPECIAL BUSINESS

3. New Company Constitution

Consideration and, if thought appropriate, approval of the following as a special resolution:

"That the Company resolves (as a special resolution) to repeal its existing Constitution and to adopt in its place the new proposed Constitution which the Directors resolved to recommend to shareholders at their meeting of 26 September 2002."

Copies of the current and proposed new Constitutions are available for inspection at the Company's registered office (151 Fairfield Road, Guildford, NSW) and the proposed new Constitution is also available at the Company's website – www.multispares.com.au

Explanations of the background to this proposed change and the substantive changes incorporated into the proposed new Constitution are set out in the explanatory notes to this notice.

4. New Company Name

Consideration and, if thought appropriate, approval of the following as a special resolution:

"That the Company resolves (as a special resolution) to:

- (a) change its name to 'Supply Network Limited'; and
- (b) amend its Constitution to replace all instances of the Company's old name appearing in the Constitution with 'Supply Network Limited'."

An explanation of the background to this proposed change is set out in the explanatory notes to this notice.

5. **Increase in Directors' remuneration**

Consideration and, if thought appropriate, approval of the following as an ordinary resolution:

“That the Company resolve to approve an increase in the total amount or value of the Directors' remuneration for their services as Directors (other than remuneration paid to a Managing or Executive Director in either capacity) from \$120,000 per annum to \$200,000 per annum.”

\$120,000 per annum is the current limit set under both article 85 of the Company's current Constitution and clause 10.12 of the proposed new Constitution. An explanation of the background to this proposed increase is set out in the explanatory notes to this notice.

Votes disregarded

In accordance with the requirements of ASX Listing Rule 10.17.1, the Company will disregard any votes cast on this proposed resolution by any Director of the Company or any associate of a Director of the Company. The Company will not, however, disregard any vote cast by a person as a proxy for another person entitled to vote on this proposed resolution where:

- (a) the proxy votes in accordance with the directions on the proxy form; or
- (b) the proxy is the person chairing the meeting and the proxy form permits the proxy to vote as the proxy decides.

6. **Appointment of new auditor**

Consideration and, if thought appropriate, approval of the following as an ordinary resolution:

“That the Company resolves to re-appoint Ernst & Young as auditors of the Company.”

Dated 2nd October 2002
By order of the Directors



PW Gill
Company Secretary

PROXIES

Please note the following:

1. A shareholder entitled to vote is entitled to appoint a proxy to attend and vote instead of the shareholder. A suitable proxy form accompanies this Notice of Annual General Meeting.
2. The person appointed a proxy need not be a shareholder of the Company.
3. Where the shareholder is entitled to cast two or more votes, the shareholder may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.
4. To be effective, the instrument appointing a proxy (and the power of attorney or other authority, if any, under which it is signed or a certified copy of the power or authority) must be deposited at the Company's registered office (151 Fairfield Road, Guildford, NSW, 2161) or received by fax at (02) 9722 2095 **not less than 48 hours prior** to the meeting.