

People Telecom Limited

ACN 009 273 152

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of shareholders of People Telecom Limited (“Company”) will be held at the Sheraton on the Park, 161 Elizabeth Street Sydney on Wednesday, 23rd November 2005 at 2:00pm (Eastern Summer Time) for the purpose of transacting the business set out in this Notice of General Meeting.

Explanatory Notes containing information in relation to each of the following resolutions form part of this Notice of Annual General Meeting.

AGENDA

BUSINESS:

Financial Statements and Reports

To receive and consider the annual financial statements of the Company for the year ended 30 June 2005 and related Directors’ Report, Directors’ Declaration and the Auditors’ Report.

Resolution 1 – To Adopt the Remuneration Report

To adopt the Remuneration Report for the year ended 30 June 2005.

Resolution 2 – Re-Election of Director

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

“That Barry John Hamilton, having retired in accordance with the Constitution of the Company, and being eligible for re-election, be re-elected as a Director of the Company.”

Resolution 3 – Re-Election of Director

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

“That Brendan William Fleiter, having retired in accordance with the Constitution of the Company, and being eligible for re-election, be re-elected as a Director of the Company.”

By Order of the Board of People Telecom Limited

Wayne R Wanders
Company Secretary

Dated: 19th October 2005

NOTES

1. Proxies

Instructions to proxy holders are included in this Notice of General Meeting. A proxy form is also enclosed.

2. Voting Entitlements

Pursuant to regulation 7.11.37 of the Corporations Regulations, the directors have set a snapshot date to determine the identity of shareholders entitled to attend and vote at the meeting. The snapshot date is 7:00 pm EST on 21 November 2005.

EXPLANATORY NOTES TO RESOLUTIONS

These Explanatory Notes form part of the Notice of General Meeting of Shareholders of People Telecom Limited (“**the Company**”) in connection with the business to be transacted at the General Meeting of shareholders of the Company to be held at the Sheraton on the Park, 161 Elizabeth Street Sydney on **Wednesday, 23rd November 2005 at 2:00 pm (Eastern Summer Time)**

Resolution 1 – To Adopt the Remuneration Report

During this item, shareholders at the meeting can comment on and ask questions about the Remuneration Report which commences on page 15 of the People Telecom Limited 2005 Annual Report.

The Corporations Act, 2001 provides that the vote on this resolution is advisory only and will not bind the directors of the Company. However, the board will take the outcome of the vote into consideration when reviewing remuneration practices and policies.

Resolutions 2 and 3 – Re-Election of Directors

Messrs Barry John Hamilton and Brendan William Fleiter retire in accordance with the Constitution of the Company.

Messrs Hamilton and Fleiter being eligible, offers themselves for re-election.

Mr Hamilton was one of the co-founders of People Telecommunications Pty Limited and served as a Director since its inception in 2000. Mr Hamilton is an experienced public company director with significant experience in capital and financial raisings and project management. Mr Hamilton spent 12 years with Hudson Conway Limited where he was a member of the Board and the Director of Finance and Administration from 1990 to 1999. Mr Hamilton was a Non-Executive Director of Crown Limited from its establishment in 1993 until the merger of Crown Limited and Publishing and Broadcasting Limited in June 1999. Mr Hamilton is Chairman of Directors of the Crazy John’s group of companies and director of several unlisted public companies.

Mr Fleiter is Managing Director of the Crazy John’s group of companies and brings substantial experience in the distribution of telecommunications products and services in Australia. He is also a qualified lawyer.