

Luminus Systems Limited
ABN 30 103 228 271

Computershare

All correspondence to:

Computershare Investor Services Pty Limited
GPO Box 2975 Melbourne
Victoria 3001 Australia
Enquiries (within Australia) 1300 850 505
(outside Australia) 61 3 9415 4000
Facsimile 61 3 9473 2500
web.queries@computershare.com.au
www.computershare.com

000001 000 LSL
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030



Dear Shareholder

I have pleasure in inviting you to attend our Annual General Meeting and have enclosed the Notice of Meeting, which sets out the items of business. The meeting will be held at Boardroom, Level 4, 349 Collins Street, Melbourne, Victoria on Thursday 28 May 2009 at 11:00am.

If you are attending this meeting, please bring this letter with you to facilitate registration into the meeting.

If you are unable to attend the meeting, you are encouraged to complete the enclosed proxy form. The proxy form should be returned in the envelope provided or faxed to our share registry on, (within Australia) 1800 783 447, (outside Australia) +61 3 9473 2555 so that it is received by 11.00am on 26 May 2009.

Corporate shareholders will be required to complete a "Certificate of Appointment of Representative" to enable a person to attend on their behalf. A form of this certificate may be obtained from the Company's share registry.

I look forward to your attendance at the meeting.

Yours sincerely

Ian Pattison
Company Secretary



Luminus Systems Limited
ABN 30 103 228 271

Notice of Annual General Meeting

The Annual General Meeting of members of Luminus Systems Limited will be held at Boardroom, Level 4, 349 Collins Street, Melbourne on Thursday, 28 May 2009 at 11.00am.

Items of Business

Chairman's Address

Financial Statements and Reports

To receive and consider the financial report, director's report and auditor's report in respect of the year ended 31 December 2008.

To consider and if thought fit pass the following resolutions as ordinary resolutions:

Item 1: Re-Election of Mr Sal Catalano

That Mr Sal Catalano, a Director retiring in accordance with clause 9.5 of the Company's Constitution, and being eligible and having signified his candidature for the office, be and is hereby re-elected as a Director of the Company.

Item 2: Non-binding Adoption of Remuneration Report

That members hereby adopt the 2008 Remuneration Report as published in the Company's 2008 Annual Report.

Further Business

To transact any business that may be legally brought forward.

By order of the Board of Directors of Luminus Systems Limited

Ian Pattison
Company Secretary
30 April 2009

Voting by Proxy

A member who is entitled to attend and vote at the meeting may appoint a proxy to vote at the meeting on behalf of the member. The proxy need not be a member of the Company. If a member is entitled to cast 2 or more votes at a meeting the member may appoint 2 proxies and may specify the proportion or number of votes each proxy is entitled to exercise. If the appointment does not specify the proportion or number of votes that each proxy may exercise, each proxy may exercise half of the members votes on a poll.

Proxies may be lodged by being posted to or delivered to:

Luminus Systems Limited Share Registry,
Computershare Investor Services Pty Limited,
452 Johnston Street, Abbotsford, Victoria 3067 Australia
GPO Box 242, Melbourne, Victoria 3001 Australia

Alternatively, those documents may be faxed to,
(within Australia) 1800 783 447, (outside Australia) +61 3 9473 2555

The Company must receive the completed Proxy Form and, if relevant, the Power of Attorney or other authority under which it is signed (or a certified copy of that Power or Authority) at the address or fax number set out above, at least 48 hours before the meeting.

Voting Eligibility

The Company has determined that, in accordance with the Corporations Regulations 2001 (Cth), the holders of shares of the Company that are quoted, any Members will be entitled to vote at the meeting if they are registered as a Member at 7pm (Melbourne time) on 26 May 2009.

**Explanatory Memorandum to the Notice of Meeting Dated 30 April 2009
for the Annual General Meeting on 28 May 2009**

This Explanatory Memorandum has been prepared for the information of members of Luminus Systems Limited (the "Company") in connection with the business to be conducted at the Annual General Meeting of members.

This Explanatory Memorandum should be read in conjunction with the Notice of Meeting and deals with the following matters to be considered at the meeting:

- The re-election of Mr Sal Catalano; and
- Adoption of Remuneration Report

The Directors unanimously recommend that you vote in favour of each of the resolutions to be considered at the meeting.

Item 1: Re-election of Director

Mr Catalano is retiring in accordance with Clause 9.5 of the Constitution of Luminus Systems Limited and, being eligible, offers himself for re-election.

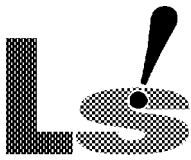
Mr Catalano was appointed as a director and chairman of Luminus Systems Limited on 20 December 2002.

Mr Catalano has contributed extensively to the company prior to and since its re-listing on the Australian Securities Exchange on 21 October 2005.

Item 2: Non-binding Adoption of Remuneration Report

Pursuant to the Corporations Act 2001, the Annual General Meeting of a listed company must propose a resolution that the Remuneration Report be adopted.

Pursuant to the Corporations Act, the vote on this resolution is advisory only and does not bind either the Directors or the Company.



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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 850 505
 (outside Australia) +61 3 9415 4000

Proxy Form

For your vote to be effective it must be received by 11.00am Tuesday 26 May 2009

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.

This Document is printed on Greenhouse Friendly™ ENVI Laser Carbon Neutral Paper

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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.



I 9999999999

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 Luminus Systems 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 Luminus Systems Limited to be held at Boardroom, Level 4, 349 Collins Street, Melbourne on Thursday, 28 May 2009 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
1	Re-Election of Mr Sal Catalano	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Non-binding Adoption of Remuneration Report	<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 _____

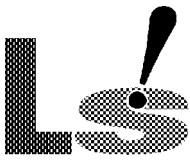
Contact Daytime Telephone _____

Date ____/____/____

LSL

0 4 2 8 9 9 A

Computershare +



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ABN 30 103 228 271

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Dear Securityholder,

We have been trying to contact you in connection with matters arising from your securityholding in Luminus Systems Limited. Unfortunately, our correspondence has been returned to us marked "Unknown at the current address". For security reasons we have flagged this against your securityholding which will exclude you from future mailings, other than notice of meeting.

We value you as a securityholder and request that you supply your current address so that we can keep you informed about our Company. Where the correspondence has been returned to us in error we request that you advise us of this so that we may correct our records.

You are requested to include the following;

- >Security Reference Number (SRN);
- >ASX trading code;
- >Name of company in which security is held;
- >Old address; and
- >New address.

Please ensure that the notification is signed by all holders and forwarded to our Share Registry at:

Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne Victoria 3001
Australia

Note: If your holding is sponsored within the CHESS environment you need to advise your sponsoring participant (in most cases this would be your broker) of your change of address so that your records with CHESS are also updated.

Yours sincerely

Ian Pattison
Company Secretary