



BLIS Technologies Limited

Notice of Annual Meeting

Notice is hereby given that the annual meeting of shareholders of BLIS Technologies Limited (the "Company") will be held at the Centre for Innovation, 87 St. David Street, Dunedin on Friday, 31 July 2009 at 12:00pm.

Business

The business of the meeting will be:

1 Financial statements and reports

To receive and consider the annual report including the financial statements and the audit report for the year ended 31 March 2009.

2 Re-election of Mr Colin Ernest Dawson as a director

To consider, and if thought fit, to re-elect Mr Colin Ernest Dawson as a director of the Company by passing the following ordinary resolution:

"That Mr Colin Ernest Dawson be re-elected as a director of the Company."

See Explanatory Notes

3 Re-election of Dr Maxwell Gilbert Shepherd as a director

To consider, and if thought fit, to re-elect Dr Maxwell Gilbert Shepherd as a director of the Company by passing the following ordinary resolution

“That Dr Maxwell Gilbert Shepherd be re-elected as a director of the Company.”

See Explanatory Notes

4 Election of Mr Anthony Paul Offen as a director

To consider, and if thought fit, to elect Mr Anthony Paul Offen as a director of the Company by passing the following ordinary resolution:

“That Mr Anthony Paul Offen be elected as a director of the Company.”

See Explanatory Notes

5 Auditors

To record that the Company’s auditors Deloitte are automatically reappointed as auditors pursuant to Section 200 of the Companies Act 1993 and to consider, and if thought fit, to pass the following ordinary resolution:

“That the directors be authorised to fix the remuneration of the auditors for the ensuing year.”

6 Other business

To consider any other ordinary business which may be properly brought before the meeting.

Proxies

All shareholders are entitled to attend and vote at the meeting or to appoint a proxy to attend and vote in their place. A proxy need not be a shareholder of the Company. Individuals who are disqualified from voting on any resolution are unable to vote on a discretionary proxy.

Enclosed with this notice of meeting is a proxy/corporate representative form. For the appointment of a proxy to be valid, the form must be lodged at BLIS Technologies Limited, Level 1, The Centre for Innovation, 87 St David Street, PO Box 56, Dunedin or sent by facsimile to (03) 479 8954 no later than 48 hours before the start of the meeting (that is, by 12:00pm on Wednesday, 29 July 2009). Postal voting is not permitted.

All of the directors offer themselves as proxy to shareholders and will vote in favour of all of the resolutions put to the meeting unless otherwise directed.

Corporate Representatives

A corporation which is a shareholder may appoint a person to attend the meeting on its behalf in the same manner as that in which it could appoint a proxy. The form to appoint a proxy/corporate representative must be signed on behalf of the Company by a person acting under the Company's express or implied authority.

Requisite majorities and voting

In order for it to be passed, an ordinary resolution requires the affirmative vote of a simple majority of more than 50% of the votes cast by those entitled to vote and who vote in person or by proxy.

No person is precluded from voting on any of the resolutions to be brought before the meeting.

By order of the board of directors

A handwritten signature in black ink, appearing to read "P Fennessy".

Peter F Fennessy

Chairman

Explanatory Notes

Resolution 1 (Business Item 2) and Resolution 2 (Business Item 3) – Re-election of Mr Colin Ernest Dawson and Dr Maxwell Gilbert Shepherd as directors

Mr Colin Ernest Dawson and Dr Maxwell Gilbert are currently Directors of the Company and retire by rotation in accordance with Listing Rule 3.3.8. Each Director, being eligible, offers himself for re-election.

Mr Dawson was appointed as a Director in July 2002.

Dr Shepherd was appointed as a Director in August 2000.

Further details in respect of Mr Dawson and Dr Shepherd are available on the BLIS Technologies website: www.blis.co.nz.

The other Directors of the Company support the re-election of Mr Dawson and Dr Shepherd.

Resolution 3 (Business Item 4) – Election of Mr Anthony Paul Offen as a director

Listing rule 3.3.3 requires a person who is appointed as a Director by the Directors to retire from office at the next annual meeting of the issuer and stand for election at that meeting. Mr Offen was appointed as a Director of the Company by the Board on 12 May 2009 and accordingly retires from office and stands for election by shareholders.

Mr Offen, through his Dunedin based investment company, Edinburgh Securities Limited, is a director and shareholder of private companies successfully operating in a number of business areas including commercial and industrial property, FMCG business sectors nationally and internationally as well as investment interests requiring venture and start up capital. Mr Offen's professional memberships include the NZ Institute of Chartered Accountants and the NZ Institute of Directors. Mr Offen is an elected member of the National Council for the Neurological Foundation of NZ and is Chairman of the investment committee. Mr Offen is also a Board of Proprietors member of John McGlashan College and holds a B.Com (Accounting) and BA(Philosophy) from University of Otago.

The other Directors support Mr Offen's election.