



Advanced Nanotechnology Limited
ACN: 079 845 855
108 Radium Street
Welshpool WA 6106
AUSTRALIA
Tel: +61 (8) 9458 0800
Fax: +61 (8) 9458 0810

23 September 2005

Dear Shareholder,

I have pleasure in enclosing a copy of our 2005 Concise Financial Report (unless you have previously elected not to receive a copy) together with the Notice of Meeting for this year's Annual General Meeting of the Company, which is to be held as follows:

Date: Thursday, 27 October 2005
Time: 3.00pm (WST)
Location: University of Western Australia
University House (Seminar Room 1)
Hackett Drive (Entrance 1)
Nedlands, Western Australia

Persons attending as representatives of corporate and institutional shareholders will be required to produce appropriate evidence of authority to so act. For this purpose an appointment of corporate representative form is provided overleaf.

If you are unable to attend the meeting you are encouraged to appoint a proxy, by completing the enclosed proxy form. If you appoint a person(s) to attend and vote on your behalf as your proxy please ensure that they bring this letter to the meeting. Please use the enclosed reply paid envelope to return our completed proxy form. Shareholders may also fax the proxy form to our share registry on +61 (8) 9323 2033. To be effective, we must receive your completed proxy form no later than 3.00pm (WST) on Tuesday, 25 October 2005.

To assist us with our arrangements, it would be appreciated if you could advise us if you plan on attending this meeting by either completing the attachment below and mailing/faxing it back to our company or emailing us at agm@advancednanotechnology.com.

I look forward to welcoming you at our first annual general meeting as a listed company.

Yours sincerely

A handwritten signature in black ink, appearing to read "Harold Clough", written in a cursive style.

HAROLD CLOUGH
Chairman

ANNUAL GENERAL MEETING - PROPOSED ATTENDANCE

Yes, I/we plan on attending Advanced Nanotechnology Limited's Annual General Meeting to be held on Thursday, 27 October 2005.

Number of Attendees: _____

Name(s): _____

APPOINTMENT OF CORPORATE REPRESENTATIVE

Certificate Pursuant to Section 250D of the Corporations Act 2001

(Insert name of member company)

hereby certifies that it has appointed

(Insert name of appointee)

to act as its representative at:

- the Annual General Meeting of Advanced Nanotechnology Limited to be held on Thursday, 27 October 2005.

OR

- all general meetings of members of Advanced Nanotechnology Limited until further notice.

(Please delete one of the alternatives)

Dated this _____ day of _____ 2005.

Affix common
seal here if
required

The Common Seal of _____
(Insert name of member company)

was hereto affixed in accordance with its Constitution (if any) and any Replaceable rules that apply, in the presence of:

Sole Director & Sole Company Secretary OR Director & Director/Secretary

This authority may be sent to the Company and/or the share registry, Computershare Investor Services Pty Ltd (GPO Box D182, Perth, Western Australia, 6840) in advance of the meeting or handed in at the meeting when registering as a company representative. In either case the authority will be retained by the Company.



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NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

For the year ended 30 June 2005

Notice is hereby given that the Annual General Meeting of Advanced Nanotechnology Limited (**the Company**) will be held in Seminar Room 1, University House, University of Western Australia, Entrance 1, Hackett Drive, Nedlands, Western Australia on Thursday, 27 October 2005 at 3.00pm (WST). The Explanatory Notes accompanying this Notice of Meeting form part of this Notice of Meeting.

BUSINESS

Item 1. Financial Report and Reports of the Directors and the Auditors

To table and consider the financial report, the directors' report and the auditor's report for the year ended 30 June 2005.

Item 2. Remuneration Report (Resolution 1)

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

"That the Company adopt the Remuneration Report for the year ended 30 June 2005 in accordance with section 250R(2) of the Corporations Act."

Item 3. Re-election of Director (Resolution 2)

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

"That Mr. Harold Clough who retires by rotation in accordance with Article 6.4 of the Company's Constitution and, being eligible, offers himself for re-election, be elected as a director of the Company."

Information about Mr Clough is set out in the accompanying Explanatory Notes.

Item 4. Appointment of Auditor (Resolution 3)

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

"That Ernst & Young is appointed as the Company's auditor".

Other Information

Explanatory Notes accompany and form part of this Notice. Certain terms used in this Notice are defined in the Explanatory Notes.

All Shareholders should read the Explanatory Notes carefully and in its entirety. Shareholders who are in doubt regarding any part of the business of the meeting should consult their financial or legal adviser for assistance.

Voting by Proxy

Any Shareholder of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote instead of the Shareholder.

The proxy does not need to be a member of the Company. A Shareholder that is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If no proportion or number is specified, each proxy may exercise half of the Shareholder's votes.

Proxies must be:

- (a) lodged at the registered office of the Company; or
- (b) received at either of the fax numbers specified below,

not later than 48 hours before the meeting i.e. 3.00pm on Tuesday, 25 October 2005.

The Company's registered Office: 108 Radium Street,
Welshpool, Western Australia 6106.


Postal Address: As above.

Facsimile number: +61 (8) 9458 0810 (the Company); or
+61 (8) 9323 2033 (the Share Registrar).

Entitlement to vote

In accordance with Section 1074E(2)(g)(i) of the Corporations Act and Regulation 7.11.37 of the Corporations Regulations, the Company has determined that for the purposes of the meeting all Shares will be taken to be held by the persons who held them as registered Shareholders at 5.00pm (WST) on Thursday, 26 October 2005. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

By Order of the Board



DEANA CESARI
Company Secretary

Perth, Western Australia
23 September 2005

EXPLANATORY NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
For the year ended 30 June 2005

Item 1. Financial Report and Reports of the Directors and Auditors

Item 1 allows members the opportunity to consider the financial report, directors' report and auditor's report of the Company. Under Section 317 of the Corporations Act the Company is required to lay these three reports that together comprise the Company's annual report before its members at its AGM.

Item 2. Remuneration Report

Item 2 allows the members the opportunity to vote on the Company's remuneration report. Under Section 250R(2) of the Corporations Act the Company must put its remuneration report to the vote at the AGM. This vote is advisory only and does not bind the Directors or the Company.

Item 3. Re-election of Director

Under Listing Rule 14.4 a director must not hold office (without re-election) past the third annual general meeting following the director's appointment or 3 years, whichever is longer.

Under Article 6.4 of the Company's constitution one third of the Company's Directors must retire at every AGM.

Mr Harold Clough, a director of the Company, retires by rotation in accordance with Listing Rule 14.4 and Article 6.4 of the Constitution of the Company and, being eligible, offers himself for re-election.

Profile

Mr. William Harold Clough AO, OBE (Non-Executive Chairman)
BE(Hons), MS(Calif), Hon FIEAust, CPEng, Hon DE(UWA), FTSE, FAICD, FAIM

Harold Clough was appointed as a director on 10 January 2000. Presently, he is the group chairman and also serves on the Audit Committee.

Mr Clough is highly distinguished in Australia's engineering industry. He joined the Clough family company in 1954 and served as Managing Director until 1988. Mr. Clough's contribution to the development of Australia's trade relations and the advancement of the engineering profession has been extensively acknowledged by a range of prestigious awards including the Queen's Honours in 1977, 1979 and 1990. He was acknowledged as WA Citizen of the Year in Industry and Commerce in 1983, and won the Australasian Institution of Electrical Engineers James N Kirby Award, and the Institution of Engineers Australia Peter Nicol Russell Memorial Medal in 1993, as well as the Australian Institute of Company Directors (WA) inaugural gold medal for contributions to engineering, industry and commerce in 1994. In 1997, Mr. Clough received a Services to Construction Award from the Australian Contractors' Association, in recognition of his lifelong contribution to the construction industry. In April 2000, Mr. Clough was named one of Australia's Export Heroes and in 2005 was awarded the Sir Edward Weary Dunlop Medal for improving Australia-Asia relations.

Mr. Clough has also served as a director of the following other listed companies over the past three years:

- Clough Limited* - director since 12 March 1998 (date Clough Limited listed on the ASX)

* denotes current directorship

Item 4. Appointment of Auditor

Following Advanced Nano becoming a public company in August 2004, the Directors appointed Ernst & Young as auditors for the Company. Under Section 327B(1) of the Corporations Act, this appointment is required to be approved by the Shareholders at the Company's first AGM as a public company.

Attached to these Explanatory Notes, is a letter of nomination from a Shareholder of Advanced Nano nominating Ernst & Young as auditor of the Company.

Definitions

Advanced Nano or the Company means Advanced Nanotechnology Limited ACN 079 845 855.

AGM means the annual general meeting of the Company.

Board means the board of directors of the Company.

Directors means the directors of the Company.

Explanatory Notes means the explanatory notes that accompany and form part of the Notice.

Listing Rules means the listing rules of the Australian Stock Exchange Limited.

Notice or Notice of Meeting means this notice of meeting.

Resolution means a resolution referred to in the Notice.

Share means an ordinary share in the capital of the Company.

Shareholder means a holder of a Share.

Advanced Nanotechnology Limited

ACN 079 845 855

23 September 2005

Deana Cesari
Company Secretary
Advanced Nanotechnology Limited
108 Radium Street
Welshpool, WA 6106

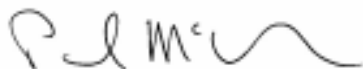
Dear Ms Cesari

By virtue of Section 327A(2) of the Corporations Act, the office of auditor is vacated at the annual general meeting of Advanced Nanotechnology Limited (**the Company**).

I, Paul Gerard McCormick, being a member of the Company, hereby nominate Ernst & Young, of 11 Mounts Bay Road, Perth for appointment as auditor of the Company at the annual general meeting convened for Thursday, 27 October 2005.

Please distribute copies of this notice of nomination as required by Section 328B(3) of the Corporations Act.

Yours sincerely

A handwritten signature in black ink, appearing to read 'P G McCormick', with a wavy line at the end.

Paul G. McCormick

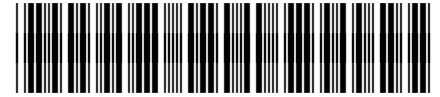
All correspondence to:

Computershare Investor Services Pty Limited
 GPO Box D182 Perth
 Western Australia 6840 Australia
 Enquiries (within Australia) 1300 557 010
 (outside Australia) 61 3 9415 4000
 Facsimile 61 8 9323 2033
 www.computershare.com

Mark this box with an 'X' if you have made any changes to your address details (see reverse)



Securityholder Reference Number (SRN)



I 1234567890 I ND

Appointment of Proxy

I/We being a member/s of Advanced Nanotechnology Limited and entitled to attend and vote hereby appoint



the Chairman
of the Meeting
(mark with an 'X')

OR

If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered Securityholder) you are appointing as your proxy.

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 General Meeting of Advanced Nanotechnology Limited to be held at Seminar Room 1, University House, University of Western Australia, Entrance 1, Hackett Drive Nedlands, Western Australia on Thursday, 27 October 2005 at 3.00pm (WST) and at any adjournment of that meeting.

Voting directions to your proxy - please mark to indicate your directions

Resolution 1: Remuneration Report

Resolution 2: Re-election of Director - WH Clough

Resolution 3: Appointment of Auditor

For	Against	Abstain*
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<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.

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

Appointing a second Proxy

I/We wish to appoint a second proxy



Mark with an 'X' if you wish to appoint a second proxy.

AND

 %

OR

State the percentage of your voting rights or the number of securities for this Proxy Form.

PLEASE SIGN HERE This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1

Individual/Sole Director and
Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

In addition to signing the Proxy form in the above box(es) please provide the information below in case we need to contact you.

Contact Name

Contact Daytime Telephone

Date

/ /



How to complete the Proxy Form

1 Your Address

This is your address as it appears on the company's share register. If this information is incorrect, please mark the box and make the correction on the form. Securityholders sponsored by a broker (in which case your reference number overleaf will commence with an 'x') should advise your broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

2 Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of that individual or body corporate in the space provided. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

3 Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

4 Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form.

To appoint a second proxy you must:

- (a) indicate that you wish to appoint a second proxy by marking the box.
- (b) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (c) return both forms together in the same envelope.

5 Signing Instructions

You must sign this form as follows in the spaces provided:

- Individual: where the holding is in one name, the holder must sign.
- Joint Holding: where the holding is in more than one name, all of the securityholders should sign.
- Power of Attorney: to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, 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 indicate the office held by signing in the appropriate place.

If a representative of a corporate Securityholder or proxy is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the company's share registry or at www.computershare.com.

Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below no later than 48 hours before the commencement of the meeting at 3.00pm (WST) on Thursday, 27 October 2005. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Documents may be lodged:

- IN PERSON Registered Office - 108 Radium Street, WELSHPOOL WA 6106
Share Registry - Computershare Investor Services Pty Limited, Level 2, Reserve Bank Building, 45 St Georges Terrace, Perth WA 6000 Australia
- BY MAIL Registered Office - 108 Radium Street, WELSHPOOL WA 6106
Share Registry - Computershare Investor Services Pty Limited, GPO Box D182, Perth WA 6840 Australia
- BY FAX 61 8 9323 2033