

4 May 2007

Dear Shareholder,

On 11 April 2007, Advanced Nanotechnology Limited executed a Letter of Intent with Energenics Holdings Pte Ltd, a Singapore-based supplier of alternative energy solutions and technologies, to create an integrated fuel-borne catalyst joint venture company to address the rapidly growing clean-burn fuel markets.

As part of the proposed joint venture arrangements, subject to Advanced Nano shareholder approval, Energenics will subscribe for A\$6 million of new Advanced Nano shares at a price of A\$0.22 per share in two equal tranches. The first tranche of A\$3 million will be subscribed upon closing; and the second tranche will take place upon the joint venture reaching certain sales targets or within two years from closing, whichever comes first. Advanced Nano will also issue Energenics with 4,545,455 free options for each share tranche at an exercise price of A\$0.308 per option expiring on 30 June 2012.

Further information regarding the strategic partnership with Energenics is contained in our ASX announcement dated 11 April 2007 available on our website (www.advancednanotechnology.com).

Shareholder approval is now sought in respect of the issue of the new Advanced Nano shares and options. I therefore enclose the Notice of Meeting for a General Meeting of the Company, which is to be held as follows:

Date: Thursday, 7 June 2007
Time: 11.00am (WST)
Location: University of Western Australia
University Club (Seminar Room 1)
Hackett Drive (Entrance 1)
Nedlands, Western Australia

The Resolution proposed for the Meeting is unanimously supported by the Board.

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. Please use the enclosed reply paid envelope to return the 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 11.00am (WST) on Tuesday, 5 June 2007.

To assist us with our arrangements, it would be appreciated if you could advise us if you plan on attending this meeting by calling us on +61 (8) 9458 0800 or emailing us at info@advancednanotechnology.com.

I look forward to welcoming you to our general meeting.

Yours sincerely



DAVID GRIFFITHS
Chairman

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 General Meeting of Advanced Nanotechnology Limited to be held on Thursday, 7 June 2007.

OR

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

(Please delete one of the alternatives)

Dated this _____ day of _____ 2007.

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.



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

NOTICE OF GENERAL MEETING OF SHAREHOLDERS

Notice is hereby given that a 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, 7 June 2007 at 11.00am (WST). The Explanatory Notes accompanying this Notice of Meeting form part of this Notice of Meeting.

BUSINESS

Item 1. Approval of the proposed issue of shares and options to Energenics Holdings Pte Limited

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

"That the proposed issues of 27,272,728 Shares at \$0.22 per Share and 9,090,910 Options to acquire Shares to Energenics Holdings Pte Limited on the terms and conditions set out in the Explanatory Notes be approved".

Without limitation, Listing Rule 7.1 is relevant to this resolution.

The Company will disregard any votes cast on this resolution by Energenics Holdings Pte Limited and its Associates other than votes cast:

- as proxy in accordance with the directions on the proxy form, for any other member of the Company who is entitled to vote; and
- by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form to vote as the proxy decides.

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. 11.00am (WST) on Tuesday, 5 June 2007.

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 Wednesday, 6 June 2007. 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
4 May 2007

EXPLANATORY NOTES TO THE NOTICE OF GENERAL MEETING OF SHAREHOLDERS

Item 1. Approval of the proposed issue of shares and options to Energenics Holdings Pte Limited

Background of Advanced Nano's Proposed Joint Venture with Energenics Holdings Pte Limited

On 11 April 2007, Advanced Nano announced that it had executed a Letter of Intent with Energenics Holdings Pte Limited (**Energenics**), a Singapore-based supplier of alternative energy solutions and technologies. The purpose of the Letter of Intent is to provide for a A\$6 million investment in Advanced Nano by Energenics and to create a joint venture company to address the rapidly growing clean-burn fuel markets. The joint venture company will be based in Singapore and is intended to combine Advanced Nano's nanomaterial research and production skills with Energenics fuel additive formulation, marketing and fuel application expertise.

The joint venture and investment in Advanced Nano by Energenics contemplated in the Letter of Intent has been agreed subject to a number of conditions precedent, being, the completion of due diligence to the satisfaction of both Advanced Nano and Energenics, board approval in respect of both Advanced Nano and Energenics and Advanced Nano shareholder approval in respect of the issue of new Advanced Nano shares and options to Energenics.

The joint venture company will undertake research, development, production and marketing of fuel-borne catalyst systems, biofuel additive formulations, dosing technology and know-how to the world energy market. It will emphasize fuels based on unique technologies developed by or licensed to Advanced Nano and Energenics, particularly in the area of biofuels and clean burning fuel technologies.

About Energenics

The following information was supplied by Energenics for the purposes of Advanced Nano's recent ASX announcement made on 11 April 2007.

Energenics is a supplier of alternative energy solutions and technologies, providing customers access to switched or phased renewable fuels programmes that deliver both energy use and gas emission reductions at zero or minimal capital cost.

Energenics is incorporated in Singapore and is rapidly becoming a market leader in delivering turnkey biofuel & energy efficiency projects to fleet users using innovative technologies either developed in house or licensed in from technical partners. In conjunction with these turnkey projects, Energenics also provides a full Carbon emissions trading service, which involves the trading of permits to emit carbon dioxide (and other greenhouse gases).

Energenics identifies, sources, invests in, validates and commercialises energy technology. Energenics has a growing customer base including transportation groups, mining companies, and port and marine operators throughout the Asia Pacific region. Its goal is to improve the use of conventional energy sources, reduce emissions and, ultimately, phase in the use of alternative energy solutions to benefit both customers and the environment.

Amongst other initiatives, Energenics is marketing Enderdiesel, a unique ethanol-diesel blend that provides immediate cost and emissions benefits to existing vehicle fleets and stationary engines, throughout the Asia Pacific region. Utilising proprietary technology developed by O2Diesel, a U.S. based company, Enderdiesel is an ethanol-diesel blend that substantially reduces harmful emissions without sacrificing power or performance. Enderdiesel is suitable for use in existing diesel vehicle fleets and is especially effective with older equipment. Energenics is also a strategic shareholder in O2Diesel.

Energenics' strategy is to become the Asia Pacific's first truly integrated supplier of innovative technologies to help companies meet targets in energy reduction and climate change in mobile and stationary energy sources.

Ronen Hazarika, Managing Director of Energenics, is the original inventor of technology protected by patents relating to coated cerium oxide nanoparticles used as a fuel-borne catalyst.

The Resolution

The Resolution seeks Shareholder approval for the proposed issue of securities to Energenics for the purposes of Listing Rule 7.1.

Advanced Nano has agreed, subject to shareholder approval, to issue securities to Energenics in two tranches as follows:

1st Tranche

- 13,636,364 Shares at a price of \$0.22 per Share; and
- 4,545,455 Options, being one free Option for every three new Shares for nil consideration with an exercise price of \$0.308 and exercisable at any time prior to 30 June 2012.

2nd Tranche

- 13,636,364 Shares at a price of \$0.22 per Share; and
- 4,545,455 Options, being one free Option for every three new Shares for nil consideration with an exercise price of \$0.308 and exercisable at any time prior to 30 June 2012.

The 1st Tranche will be issued no later than three months after this meeting.

Listing Rule 7.3.2 provides that the issue of securities for which approval is sought must take place no later than 3 months after the date of the meeting.

ASX has granted a waiver in respect of Listing Rule 7.3.2 in respect of the 2nd Tranche. Pursuant to the waiver, the 2nd Tranche will be issued on the earlier to occur of either the joint venture company achieving annual invoiced sales of 150,000 litres of 2% Cercat or equivalent and 24 months from the execution of the transaction documents envisaged under the Letter of Intent. The execution of the transaction documents is expected to take place by 31 May 2007 and in any event by 27 June 2007 (being 10 weeks from 11 April 2007, the date that the Letter of Intent was executed). Accordingly, the approval allows the Company to issue the 2nd Tranche no later than 27 June 2009.

The Shares will be issued on same terms and conditions as all existing ordinary shares on issue.

Shares issued on exercise of the Options (if applicable) will be issued on the same terms and conditions as all existing ordinary shares on issue.

The funds raised by the two tranches of Share issues and the exercise of Options will be used as working capital, including funding of the proposed joint venture company and the ongoing commercialisation of the Company's products and technologies.

Definitions

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

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.

Option means an option to subscribe for 1 ordinary share in the capital of the Company.

Resolution means the resolution referred to in the Notice.

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

Shareholder means a holder of a Share.

All correspondence to:

Computershare Investor Services Pty Limited
 GPO Box D182 Perth
 WA 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)



000001
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 ANO
 MR JOHN SMITH 1
 FLAT 123
 123 SAMPLE STREET
 THE SAMPLE HILL
 SAMPLE ESTATE
 SAMPLEVILLE VIC 3030

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, 7 June 2007 at 11.00am (WST) and at any adjournment of that meeting.

IMPORTANT: FOR ITEM 1 BELOW



If the Chairman of the Meeting is your nominated proxy, or may be appointed by default, and you have not directed your proxy how to vote on Item 1 below, please place a mark in this box. By marking this box you acknowledge that the Chairman of the Meeting may exercise your proxy even if he has an interest in the outcome of that item and that votes cast by him, other than as proxy holder, would be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the Meeting will not cast your votes on Item 1 and your votes will not be counted in computing the required majority if a poll is called on this item. The Chairman of the Meeting intends to vote undirected proxies in favour of Item 1.

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

Item 1 Approval of the proposed issue of shares and options to Energenics Holdings Pte Limited

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

In addition to the intention advised above, the Chairman of the Meeting intends to vote undirected proxies in favour of the 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

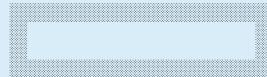


Mark with an 'X' if you wish to appoint a second proxy.

AND



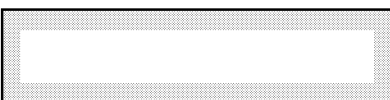
OR



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

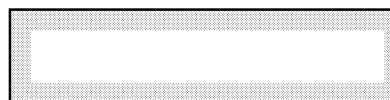
PLEASE SIGN HERE This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1



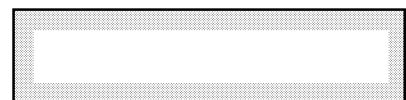
Individual/Sole Director and
 Sole Company Secretary

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 11.00am (WST) on Thursday, 7 June 2007. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Documents may be lodged using the reply paid envelope or:

- IN PERSON Registered Office - 108 Radium Street, Welshpool WA 6106
Share Registry - Computershare Investor Services Pty Limited, Level 2, 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