

BIDGEE FINANCE LTD

ABN 83 000 362 596

NOTICE OF 2008 ANNUAL GENERAL MEETING

Notice is hereby given that the 47th Annual General Meeting of Bidgee Finance Ltd ("the Company") will be held at the Mildura Grand Hotel on 7th Street, Mildura on Monday, 27th October 2008 commencing at 2:00 pm. At the meeting the following resolutions will be put to members:

ORDINARY BUSINESS

1. To receive accounts

To receive and consider the Financial Report and the reports of the directors and of the auditors of the Company for the year ended 30 June 2008.

Resolutions

2. Election of Directors

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

- (i) To re-elect Mr. LJ Thomson as a director.

"Mr. LJ Thomson retires in accordance with Rule 12.9(a) of the Company's constitution and, being eligible, offers himself for re-election."

- (ii) To re-elect Mr. A Fisher as a director.

"Mr. A Fisher retires in accordance with Rule 12.5(b) of the Company's constitution and, being eligible, offers himself for re-election."

3. Dividend

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

"That a fully franked final dividend of \$0.04 per share is declared."

4. Adoption of the Remuneration Report for the year ended 30 June 2008

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

"That the remuneration report required by section 300A of the *Corporations Act 2001*, as contained in the Directors' Report of the Company, for the financial year ended 30 June 2008 be adopted."

Note that the vote on this item is advisory only and does not bind the directors or the Company.

Appointment of proxy

- i) A member entitled to attend and vote is entitled to appoint not more than two proxies;
- ii) Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the member's voting rights;
- iii) A proxy need not be a member of the Company; and
- iv) Forms of proxy must be lodged at the registered office of the Company or faxed to the Company on (03) 5021 1744 at least 24 hours prior to the meeting.

A form of proxy is attached.

By Order of the Board

Wendy Leake, Company Secretary, 26 September 2008

EXPLANATORY NOTES

Resolution 2 – Election of Directors

Pursuant to Rule 12.9(a) of the Company's constitution, Mr. LJ Thomson offers himself for re-election. Mr. Thomson was appointed to the board in 1997.

The board recommends that the shareholders resolve to re-elect Mr. Thomson.

Pursuant to Rule 12.5(b) of the Company's constitution, Mr. A Fisher offers himself for re-election. Mr. Fisher was appointed to the board in 2008.

Resolution 3 – Final Dividend

The board recommends that shareholders pass the resolution to declare a final dividend of \$0.04 per share.

Resolution 4 – Remuneration Report

The Remuneration Report commences on page 14 of the Company's 2008 Annual Report including the remuneration tables referred to in the report and set out in note 23 to the financial statements commencing on page 52.

The vote on this proposed resolution is advisory only and will not bind the directors or the Company; however, the board will take the outcome of the vote into consideration when reviewing remuneration practices and policies.

The board recommends that shareholders pass the resolution to adopt the Remuneration Report.

FORM OF PROXY

The Secretary
Bidgee Finance Ltd
ABN 83 000 362 596
Street Address: 113 Lime Avenue Mildura Vic 3500
Postal Address: PO Box 5004 Mildura Vic 3502

I/We* (insert member(s) name(s)).....

of (insert address).....

Being a member / members* of Bidgee Finance Ltd hereto appoint:

(insert proxy's name).....

and/or* (insert proxy's name**).

As my/our* proxy/proxies* to vote on my/our* behalf at the Annual General Meeting of the Company to be held at 2:00 p.m. on Monday, 27th October 2008 and at any adjournment of that meeting.

* Delete whichever is not applicable

** Insert the name of a second proxy only if you wish to appoint more than one proxy

VOTING INSTRUCTIONS

Should you wish to direct your proxy how to vote please insert ☒ in the appropriate box below. In the absence of a direction the proxy may vote at the proxy's discretion.

| RESOLUTIONS | For | Against | Abstain |
|---|------------|----------------|----------------|
| Resolution 2(i): To re-elect Mr. LJ Thomson as a director | | | |
| Resolution 2(ii): To re-elect Mr. A Fisher as a director | | | |
| Resolution 3: To declare a fully franked final dividend of \$0.04 per share | | | |
| Resolution 4: To adopt the Remuneration Report | | | |

I/We* hereby authorise the Chairman of the directors of the Company for the time being to insert in this form the name/s* of a proxy/proxies* on my/our* behalf if I/we* have not already done so.

Signed this day of 2008

Signature(s) of member(s)