

# Notice of Extraordinary General Meeting

**Kew East Financial Services Ltd**  
**A.B.N. 91 096 301 058**

**To be held at 7.00pm on Thursday 31<sup>st</sup> May 2012**  
**At Kew Court House, 188 High Street, Kew.**

Please note registration commences at 6.30pm.

## **Ordinary Business**

### **1. Capital Raising**

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

‘That the Directors of Kew East Financial Services Limited be authorised to issue further shares in the Company for the purpose of establishing a new branch at Kew, with the amount to be raised from the issue of new shares set at not more than \$500,000.’

## **Attending the Meeting**

All Shareholders may attend the Extraordinary General Meeting.

*Joint Holders:* In the case of joint Shareholders, all holders may attend the Meeting. If only one holder attends (including by proxy), that shareholder may vote at the Meeting as if that holder were solely entitled to the shares. If more than one joint holder is present (including by proxy), the joint holder whose name appears first in the register may vote.

*Corporate Shareholders:* A corporate Shareholder may appoint one or more persons to act as its representative under Section 250D of the Corporations Act, but only one representative may exercise the corporate Shareholders powers at any one time. The company requires written evidence of a representative's appointment to be given to the Company before the meeting.

*Proxy:* If you are unable to attend the Meeting, you are entitled to appoint a proxy to attend and vote. See the attached Proxy Form for information on appointing a Proxy.

## **Voting Rights**

Each Shareholder is entitled to one vote.

For the purposes of voting at the Meeting, shares will be taken to be held by the persons who are registered as members as at 5.00pm on 29 May 2012.

**By Order of the Board**

  
**Ross McDermott**  
**Company Secretary**  
**4 May 2012**

A proxy Form accompanies this Notice of Meeting. A member entitled to attend and vote at this meeting is entitled to appoint a proxy. The proxy need not be a member of the Company.

# Notice of Extraordinary General Meeting

## **Explanatory Notes**

This information has been included to assist you in making an informed decision about the resolutions proposed at the meeting.

### **Agenda Item 1 Capital Raising**

The refurbishment and establishment of operations in the building at 3/183 High Street, Kew intended to house the Kew Branch of the Community Bank® as an additional branch of your company's business, is estimated to cost up to \$500,000.

It is proposed that these funds be obtained by issuing up to 500,000 new shares in the company, Kew East Financial Services Limited. These shares would be issued with a par value of \$1.00.

A Bendigo Bank-approved process is being followed to establish the viability of opening a branch of our business in Kew. The feasibility study which forms part of this process is ongoing, and early results show great support within the community. Your Board have a strong commitment to seeing this project successfully completed.

Based on our company valuation of in excess of \$1.5M, to enable the raising of additional capital at \$1.00 per share par value, we need to maintain parity between the value of the new shares to be offered via prospectus and those already held by shareholders in the company.

In order to protect the value of shares of existing shareholders as a result of this new share offer, your board has recommended that a 2 for 1 bonus offer be made to existing shareholders, as at 15 May 2012. Under this proposal, a shareholder currently holding one share would, if the resolution is approved, then hold three shares in the company. This bonus issue of shares is unconditional and will proceed whether or not shareholder approval is granted for the raising of additional capital. As a bonus issue, it requires no additional capital outlay from shareholders and is not conditional upon any other circumstance or development.

There are currently 482,510 shares on issue in the company. With a 2 for 1 bonus offer, and an issue of up to 500,000 shares, the company could have total shares of 1,947,530, with each having a par value of \$1.00.

As at the date of this notice, company shares were trading on the National Stock Exchange at \$1.17 per share, giving the company a market valuation of \$564,536.70.

Given the issuance of bonus shares (2 for 1) in the company, shareholders should be aware that your board anticipates the possibility of some fluctuation in the market value of shares. It is the intention of your board that existing shareholders are not disadvantaged by the raising of this additional capital and by the issuance of new shares.

The raising of additional capital to enable the company to fund, open and operate the new branch in Kew has the full support of the Board.

# Proxy form

**Kew East Financial Services Limited**  
A.B.N. 91 096 301 058

All correspondence to:  
**Kew East Financial Services Ltd**  
661a High Street, Kew East  
VIC 3102 Australia  
Enquiries 03 9859 7699  
Facsimile 03 9859 6944

**NAME:** .....

**ADDRESS:** .....

**ADDRESS:** .....

☐

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

## Appointment of proxy

I/We being a member/s of **Kew East Financial Services Limited** and entitled to attend and vote appoint the person named below or, if no person is named below, the Chairman of the Meeting as my/our proxy to vote in accordance with directions set out below (with a discretion as to any business not referred to below) or, if no directions are given, as my/our proxy sees fit, at the Annual General Meeting of the Company to be held at **Kew Court House, 188 High Street, Kew** on **Thursday 31 May 2012** at **7.00pm** and at any adjournment of that meeting.

☐

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

OR

Write here the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

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Item 1 – Direction to the Chairman of the Meeting to cast votes

I/We direct the Chairman of the Meeting to vote in accordance with his voting intentions on Item 1 (except where I/we have indicated a different voting intention below) and acknowledge that the Chairman of the Meeting may exercise my/our proxy even though Item 1 is connected indirectly with the remuneration of a member of key management personnel.

By marking this box, you direct the Chairman of the Meeting to vote in accordance with his voting intentions on Item 1 as set out below and in the Notice of Meeting.

If you do not mark this box, and you have not directed your proxy how to vote on Item 1, the Chairman of the Meeting will not cast your votes on Item 1 and your vote will not be counted in computing the required majority.

The Chairman of the Meeting intends to vote all available proxies in favour of Item 1.

## Voting directions to your proxy

Please mark with 'X' to indicate your directions

Ordinary Business	Accept	Decline	Abstain*
Item 1. Capital Raising			

\*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 vote will not be counted in working out the required majority on a poll.

If a proxy does not attend the meeting or does not elect to vote on a resolution and a poll is duly demanded, then the Chairman of the meeting will be taken to have been appointed as the proxy of the relevant shareholder in respect of the meeting.

## PLEASE SIGN HERE

This section MUST be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Shareholder 1

Shareholder 2

Shareholder 3

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Sole Director and  
Sole Company Secretary

Director

Director/Company Secretary

**Kew East Financial Services Limited**  
A.B.N. 91 096 301 058  
Registered Office - 661a High Street, Kew East, VIC 3102

# Proxy form

## How to complete this Proxy form

### 1. Your name and address

This is your name and 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. **Please note: you cannot change ownership of your shares using this form.**

### 2. Appointment of a proxy

A member entitled to attend and vote at the Meeting may appoint one proxy. A proxy need not be a member of the Company. A proxy may be an individual or a Company.

### 3. Identity of proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. If you leave this section blank, the Chairman of the Meeting will act as your proxy.

### 4. Voting instructions

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. 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.

### 5. Signing instructions

The Proxy form must be signed in the spaces provided.

#### *Individual*

If the holding is in one name, the holder must sign.

#### *Joint holding*

If the holding is in more than one name, any one holder may sign.

#### *Power of Attorney*

To sign under power of attorney, you must have already lodged this document with the Company or attach a certified copy of the power of attorney to this form when you return it.

#### *Companies*

If the Company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the Company (under 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 the Company is to attend the meeting, the appropriate 'Certificate of Appointment of Corporate Representative' must be produced before admission to the meeting.

## How to complete this Proxy form

This proxy form (and any power of attorney under which it is signed) must be received by the Company not less than 2 business days before the meeting (i.e. by **5.00pm on 29 May 2012**). Any Proxy form received after that time will not be valid for the scheduled meeting.

Documents may be lodged in any of the following ways:

#### *Post or hand delivery*

To the Company's registered office at **661a High St., Kew East, Victoria, 3102**

#### *Facsimile*

To fax number **03 9859 6944**.