

Attached is a letter sent to shareholders on Friday 28th September 2012.

George Wyatt,
Director.

Notice of Annual General Meeting

Inglewood & Districts Community Enterprises Limited
A.B.N. 87 123 959 375

To be held at 7.30 pm 23rd October 2012
At The Bridgewater Sporting Complex, Bridgewater

Ordinary Business

1. Receipt of Annual Report

To receive the Company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2012

2. Election of directors

2.1 Jill McFarlane retires as a director by rotation and being eligible offers herself for re-election

2.2 Pauline Elletson and Steven Smith retire by rotation and are not offering to stand for re-election

2.3 David Edwards and Linda Younghusband have been nominated and seek election to the board

2.4 Terry Mangles was due to retire by rotation but has resigned from the board

3. Appointment of Auditor

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

That the re-appointment of **AFS & Associates Chartered Accountants** as Auditor of the Company be approved.

Attending the meeting

All shareholders may attend the Annual 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.

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 **5pm on 16th August 2012**

By order of the Board

George Wyatt
Company Secretary
27th September 2012

Notice of Annual 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 2.3 Election of directors

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

David Edwards offers the following information in support of his election to the board:

Skills and experience:

- Held positions as Operations Manager for 10+ years
- Owner of Bridgewater Farmware (with Leanne) for 2+ years
- Held positions on various community groups including Bridgewater Primary School for 4 years

Qualifications:

Diploma in Engineering (Mech.)

Diploma in Business Management

Proxy form

INGLEWOOD AND DISTRICTS COMMUNITY ENTERPRISES
A.B.N 87 123 959 375

All correspondence to:
Inglewood and Districts Community Enterprises
P.O Box 98
Inglewood Victoria 3517
Enquiries 54387331

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 **Inglewood and Districts Community Enterprises** and entitled to attend the 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 Bridgewater Sporting Complex on **23rd October 2012 at 7.30pm** 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.

Voting directions to your proxy

Please mark with 'X' to indicate your directions

Ordinary Business	Accept	Decline	Abstain*
Item 1. Receipt of Financial Report, Directors Report and Auditors Report			
Item 2. Election of Directors Jill McFarlane			
David Edwards			
Linda Younghusband			
Item 3 Re-appointment of AFS & Associates as auditor for the company			

*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.

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
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Inglewood and Districts Community Enterprises
A.B.N. 87 123 959 375
Registered Office -64 Brooke Street Inglewood

Proxy form

How to complete the 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.

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.

Lodging instructions

This Proxy Form (and any power of attorney under which it is signed) must be received by the Company not later than 48 hours before the meeting (ie by 5pm on 19th October 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.

- By post or hand delivery to the Company's registered office at 64 Brooke St, Inglewood
- By email to wyattga@bigpond.com