

# Notice of Annual General Meeting

**Rosewood & District Financial Services Limited**  
**A.B.N. 62 115 218 472**

**To be held at 6.00 pm on 7 November 2012**  
**at Rosewood Uniting Church Hall**

## **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. Remuneration Report**

To consider and if thought fit, pass the following resolution as an ordinary resolution.  
That the remuneration report be adopted.

### **3. Delisting from National Stock Exchange**

Due to procedural difficulties in July 2012, the matter of delisting from National Stock Exchange (NSX) needs to be addressed again.

To adopt the recommendation of the Board.

### **4. Election of Directors**

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.

#### **Re-election of Director retiring by rotation**

- (b) That **Brian Maxwell Nash** be elected as a Director of the Company.
- (c) That **Alan Leslie Price** be elected as a Director of the Company.
- (d) That **Stuart Walton Bede Ross** be elected as a Director of the Company.

## **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.

*Corporate shareholder:* 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 shareholder's powers at any one time. The Company requires written evidence of a representative's appointment to be given to the Company before the meeting.

## **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 shareholders as at 3.00 pm on 30 June 2012.

By order of the Board

**Clyde Nicoll**  
Company Secretary  
**7 October 2012**

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## Full Annual Report

The full Annual Report is now available electronically on the Company's website and can be accessed via:

<http://www.bendigobank.com.au>

Click on:

- Community
- Community Bank®
- Community Bank® Branches
- Rosewood & District
- Investor Relations
- 2012 Annual Report

## Explanatory Notes

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

### Agenda item 4. Election of Directors

The following information is provided about candidates for election to the Board.

#### Re-election of Director retiring by rotation

- (a) **Brian Maxwell Nash** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (b) **Alan Leslie Price** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (c) **Stuart Walton Bede Ross** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.