

Notice of Annual General Meeting

South Burnett Community Enterprises Limited
A.B.N. 11 068 049 178

**To be held at 7.00pm 6th November 2012
at Memorial Hall Yarraman**

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

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

Re-election of Director appointed since last Annual General Meeting

(a) That **Nil** be elected as a Director of the Company.

Re-election of Director retiring by rotation

(b) That **Ross Christopher Begent** be elected as a Director of the Company.

(c) That **Brenton Lester McLennan** be elected as a Director of the Company.

Election of New Director

(e) **<Name>** has not previously served as a Director, and offers him/herself for election.

3. Appointment of Auditor

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

That the appointment of **Mr.Graeme Stewart** as Auditor of the Company be re-approved.

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

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.

Notice of Annual General 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.

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 restrictions

Key management personnel of the Company (and any closely related party of any such member) are excluded from voting on all resolutions that are directly or indirectly related to the remuneration of key management personnel and will not be able to vote your proxy on item 4 unless you direct them how to vote. If you intend to appoint the Chairman of the meeting as your proxy, you can direct him or her to vote by marking the Chairman's box on the proxy form (in which case the Chairman of the meeting will vote in favour of this item of business).

For the purposes of these voting restrictions:

- The 'key management personnel' for **South Burnett Community Enterprises Limited** are those persons having authority and responsibility for planning, directing and controlling the activities of the company, either directly or indirectly, including any director (whether executive or otherwise) of that company.
- A 'closely related party' of a member of the key management personnel for **South Burnett Community Enterprises Limited** includes a spouse or child, a child of the member's spouse, a dependent of the member or of the member's spouse, or anyone else who may be expected to influence the member (or be influenced by the member) in the member's dealings with the company.

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 **7.00pm** on **06/11/2012**.

By order of the Board

David F Robison
Company Secretary
8th October 2012

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. Election of Directors

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

Re-election of Director appointment since last Annual General Meeting

(a) **Nil**, having been appointed by the Board since the last annual general meeting, retires in accordance with the constitution of the Company, and being eligible, offers him/herself for election.

Re-election of Director retiring by rotation

(b) **<Name>** retires by rotation in accordance with the constitution of the Company, and being eligible, offers him/herself for re-election.

Notice of Annual General Meeting

(c) **Ross Christopher Begent** retires by rotation in accordance with the constitution of the Company, and being eligible, offers him/herself for re-election.

(d) **Brenton Lester McLennan** retires by rotation in accordance with the constitution of the Company, and being eligible, offers him/herself for re-election.

Election of New Director

(e) **<Name>** has not previously served as a Director, and offers him/herself for election.

<Insert information about candidates> eg qualifications, skills and experience, and whether or not recommended by the Board

Agenda item 3. Appointment of Auditor

Item 3 is an ordinary resolution to seek your approval for the appointment of **Graeme Stewart** as the Company's Auditor.

The Board has received **<Name>'s** consent to act and written notice of **<Name>'s** nomination as Auditor from a shareholder.

The appointment of **<Name>** requires approval of shareholders under the Corporations Act.

<Insert information about proposed Auditor>

Agenda item 4. <Remuneration Related Resolution>

Item 4 is an ordinary resolution to seek your approval for **<description of remuneration related resolution>**.