

Notice of Annual General Meeting

Hobsons Bay Community Financial Services Limited
A.B.N. 39 091 661 166

**To be held at 7pm on Thursday 22nd November
at the Sanctuary Lakes Golf Club, Point Cook Road, Point Cook.**

Agenda

1. Welcome by Chairperson
2. Apologies
3. Confirmation of the last AGM minutes of the meeting held Tuesday 29th November 2011
4. Presentation by the Chairman
5. 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.

6. 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

- (a) That **Graeme Murdoch** be elected as a Director of the Company.
- (b) That **Bruce Cahoon** be elected as a Director of the Company.
- (c) That **Denis Shanahan** be elected as a Director of the Company.

7. Election of new Director

That **Kim McAliney** be elected as a Director of the Company.

8. NSX Delisting and Low Volume Market

That the Company cease to operate with the National Stock Exchange (NSX) and move to the Low Volume Market (LVM) after the required 90 days notice is submitted to the NSX.

9. Director's Remuneration

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

That director's remuneration is increased by 5% from the 2012 base be approved.

The company will disregard any votes cast (in any capacity) on item 9 by or on behalf of a member of key management personnel (which includes Directors) unless the vote is cast as proxy for a person entitled to vote in accordance with a direction on the proxy form.

10. Future direction of Company
11. Panel Discussion – Questions and Answers
12. Laverton Youth Foundation Presentation
13. 2012 Community Grants Presentation to Recipients
14. Close / Supper.

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 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 8 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 **Hobsons Bay Community Financial Service 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 **Hobsons Bay Community Financial Service 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 the 26th October 2012.

By order of the Board



Michael Pearnar
Company Secretary

26th 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 6. Election of Directors

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

Re-election of Director retiring by rotation

(a) **Graeme Murdoch** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

(b) **Bruce Cahoon** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

(c) **Denis Shanahan** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

Agenda item 7. Appointment of New Director

Item 7 to seek your approval for the appointment **Kim McAliney** with the constitution of the Company, and being eligible, offers herself for election of Director.

Agenda item 8. NSX Delisting and Low Volume Market

Item 8 is to seek approval for the Company to move to the Low Volume Market from National Stock Exchange.

Agenda item 9. Director's Remuneration

Item 9 is an ordinary resolution to seek your approval for an increased by 5% from the 2012 base.