Heidelberg District Community Enterprise Ltd

Annual General Meeting 6pm 13 November 2012

CHAIRMAN'S REPORT - Year ending 30th June 2012

I am delighted to be speaking to you tonight from this amazing Space Centre. A building that has been made possible by the customers of the East Ivanhoe Community Bank. The injections of funds (\$200,000) from HDCE Ltd, kicked off the refurbishment of this wonderful community venue and we are proud of our association with the East Ivanhoe community.

The past 12 months to June 2012, is our 11th year of operation and has been a year of consolidation for the company. The East Ivanhoe Branch continues to have healthy growth and Heidelberg is continuing to grow, albeit in a difficult environment.

Your Board of directors continues to focus on the company's Vision and Mission in all decisions that we make.

Current Position

This year we announced a profit of \$126,809 after provision for income tax. As we consolidate the two Branches, we have seen a significant turnaround in our profit. Given the difficult economical environment, this year's result is to be celebrated as we track ahead of the 2009 prospectus forecasts.

This profit result is reached after deducting our annual allocations for Community Grants and Sponsorships.

The company is now clear of borrowings on the investment property purchased in 2007 at 225 Lower Heidelberg Road, East Ivanhoe and both branches have been upgraded to the 'Branch of the Future' design.

We believe Bendigo & Adelaide Bank continue to provide a great banking service and give excellent support to our enterprise as respected partners in this community bank business.

Management and Staff

Our highly experienced staff (many are hear tonight) now number 16 and are critical players in our company's success. Our Management team, led by Senior Manager Sam Pearce and Manager Greg Arnott continue to show

leadership and ensure we provide excellent service to our customers and to the community.

The Board also acknowledges the support of the Bendigo Bank and in particular the Regional Manager, Michael Petering and his Team.

The Directors and Management team are focusing directly on connecting and maintaining contact with all the Community entities that have benefited from our grants and sponsorships. We aim to develop strong relationships with these recipients, ensuring they have a key understanding of the importance of supporting the bank that in turn supports them. Tonight, many of the groups we support will be receiving their Grants at a presentation following the AGM.

COMMUNITY CONTRIBUTIONS

During the 12 month to July the East Ivanhoe and Heidelberg **Community Bank**® branches have supported the community with approximately \$300,000 in Grants & Sponsorships.

We are extremely proud to have returned \$2 million back to the community since 2001.

DIRECTORS

In July 2011 we reluctantly accepted the resignation of Director Andy Harris. Andy was a founding member of the initial steering committee in 1999 and has contributed immensely to the company over the last 12 years. We wish him well in his retirement.

I would also like to recognise the tremendous contribution made by John Nelson to our Company. As Company Secretary, John was an integral part of our success. John is retiring from the Board tonight. We wish him well in his retirement.

As this is my first AGM as Chairman (January 2012), I would like to acknowledge the outstanding role played by the previous Chair, Nan Caple, who now holds the position of Deputy Chair. Nan was Chair for 5 years. Our company benefited from her strong retail knowledge, her passion for our community and her wonderful personality.

The Directors of HDCE Ltd, together embrace the philosophy of community banking and work cooperatively toward achieving our goals. You can be assured that shareholder interests and value are at the forefront of board deliberations and decisions on matters affecting the Company.

Shareholders

All shareholders should feel proud that your company is seen as mature and well functioning. It is held in high regard within the community bank network and we continue to be approached to assist younger, less established companies to achieve their goals.

In finishing, I would like to acknowledge the Shareholders and thankyou for your support. You are ambassadors for community banking and of the tangible benefits it brings to our community. We want you to help us spread the word and to encourage others to;

Support the Bank that Supports your Community.

THANKYOU