

Notice of Annual General Meeting

Heidelberg District Community Enterprise Limited
A.B.N. 62 095 312 744

To be held at 6pm
on
Wednesday 13 November 2013
at
Ivanhoe East Primary School
SPACE Centre
Warncliffe Road
Ivanhoe East

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 2013.

2. Re-election of Directors

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

Re-election of Directors retiring by rotation

- (a) That **Paul Gittings** be re-elected as a Director of the company.
- (b) That **Russell Hutchins** be re-elected as a Director of the company.
- (c) That **Brett Purchase** be re-elected as a Director of the company.
- (d) That **Brian Simpson** be re-elected as a Director of the company.

3. Election of new Directors

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

- (a) That **Lynne Johnson** be elected as a Director of the company.
- (b) That **Geva Murano** be elected as a Director of the company.

4. Remuneration Report

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

That the Remuneration Report contained in the Annual Report be adopted.

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. The proxy need not be a shareholder of the company.

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 4.00pm on 19 October 2013.

By order of the Board

Russell Hutchins
Company Secretary
16 October 2013

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. Re-election of Directors

The following information is provided about candidates for re-election to the Board:

(a) **Paul Gittings** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election. Paul was appointed on 9 November 2010. Paul was for many years a director of a local real estate agent. Paul is now retired and lives locally.

(b) **Russell Hutchins** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election. Russell was appointed on 8 November 2011. Russell is an Information Technology consultant and lives locally.

(c) **Brett Purchase** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election. Brett was appointed on 9 November 2010. Brett has been a Public Accountant for 25 years and has a long term business association and voluntary role connection with the Heidelberg district.

(d) **Brian Simpson** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election. Brian was appointed on 8 November 2011. Brian is a retired bank executive and lives locally.

These Directors have served the company well and individually make a valuable contribution to the operations and governance of the company. The Board would like to retain their experience, skills and qualifications and accordingly recommends all four Directors for re-election.

Agenda item 3. Election of new Directors

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

(a) **Lynne Johnson** lives locally and is a Sonographer. She holds qualifications in Medicine and has been a Director on the Board of The Australian Sonographers Association. Lynne is also an active member of the community.

(b) **Geva Murano** lives in East Ivanhoe and has experience in retail lending, some commercial lending and property. She has qualifications in Law and Business. Since her retirement Geva has been involved in a number of community groups.

Postal address for return of Proxy Forms

The Secretary

Heidelberg District Community Enterprise Limited

233-235 Lower Heidelberg Road

East Ivanhoe 3079