

# Notice of Annual General Meeting

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

**To be held at 7.00pm 12<sup>th</sup> November 2013  
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 2013.

### 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 **Lionel Charles Kerr** be elected as a Director of the Company.

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

- (a) That **David Francis Robison** be elected as a director of the company.
- (b) That **Jeffery Bruce Connor** be elected as a Director of the Company.
- (c) That **James Alan Beveridge** 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.

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*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 12/11/2013**.

By order of the Board

**David F Robison**  
Company Secretary  
**12 September 2013**

## 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) **Lionel Charles Kerr**, 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) **David Francis Robison** retires by rotation in accordance with the constitution of the Company, and being eligible, offers him/herself for re-election.

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

(d) **James Alan Beveridge** 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>**.

# Proxy form

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

All correspondence to:  
**South Burnett Community Enterprises Limited**  
P.O.Box 42  
Yarraman Qld.4614  
Enquiries **07 41630905**

Mark this box with an 'X' if you have made any changes to your address details (see reverse)

## Appointment of proxy

I/We being a member/s of **South Burnett Community Enterprise Limited** and entitled to attend the vote appoint the person named below or, if no person is named below, the Chairman of the Meeting as my/our proxy to vote in accordance with directions set out below (with a discretion as to any business not referred to below) or, if no directions are given, as my/our proxy sees fit, at the Annual General Meeting of the Company to be held at **Yarraman** on **12/11/2013** at **7.00pm** and at any adjournment of that meeting.

The Chairman of the Meeting  
(mark with an 'X')

OR

Write here the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

## Voting directions to your proxy

Please mark with 'X' to indicate your directions

| Ordinary Business  | Accept | Decline | Abstain* |
|--|--------|---------|----------|
| Item 1. Receipt of financial report, Director's report and Auditor's report                |        |         |          |
| Item 2. Re-election of <b>David Francis Robison</b> by rotation.                           |        |         |          |
| Item 3. Re-election of <b>Jeffery Bruce Connor</b> by rotation.                            |        |         |          |
| Item 4. Re-election of <b>James Alan Beveridge</b> by rotation.                            |        |         |          |
| Item 5. Re-election of <b>Lionel Charles Kerr</b> as a director appointed since last AGM.. |        |         |          |
| Item 6. Re-appoint <b>Graeme Stewart</b> as the company auditor.                           |        |         |          |

\*If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in working out the required majority on a poll.

## PLEASE SIGN HERE

This section **MUST** be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Shareholder 1

Shareholder 2

Shareholder 3

Sole Director and  
Sole Company Secretary

Director

Director/Company Secretary

**South Burnett Community Enterprises Limited**  
A.B.N. 11 068 049 178  
Registered Office – 23 Toomey Street Yarraman QLD 4614

# Proxy form

|  |  |  |  |
|--|--|--|--|
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|  |  |  |  |

## How to complete this Proxy form

### 1. Your name and address

This is your name and address as it appears on the Company's share register. If this information is incorrect, please mark the box and make the correction on the form. **Please note, you cannot change ownership of your shares using this form.**

### 2. Appointment of a proxy

A member entitled to attend and vote at the Meeting may appoint one proxy. A proxy need not be a member of the Company. A proxy may be an individual or a Company.

### 3. Identity of proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. If you leave this section blank, the Chairman of the Meeting will act as your proxy.

### 4. Voting instructions

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### 5. Signing instructions

The Proxy form must be signed in the spaces provided.

#### *Individual*

If the holding is in one name, the holder must sign.

#### *Joint holding*

If the holding is in more than one name, any one holder may sign.

#### *Power of Attorney*

To sign under power of attorney, you must have already lodged this document with the Company or attach a certified copy of the power of attorney to this form when you return it.

#### *Companies*

If the Company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the Company (under section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone.

Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of the Company is to attend the meeting, the appropriate 'Certificate of Appointment of Corporate Representative' must be produced before admission to the meeting.

## How to complete this Proxy form

This Proxy form (and any power of attorney under which it is signed) must be received by the Company not later than **2 business days** before the meeting (**ie by 7.00pm 10/11/2013**). Any Proxy form received after that time will not be valid for the scheduled meeting.

Documents may be lodged in any of the following ways:

#### *Post or hand delivery*

To the Company's registered office at **23 Toomey Street Yarraman QLD 4614**

#### *Facsimile*

To fax number **07 41638377**

<Note: A Board should consider whether to provide for electronic lodgement – see s250B(3) and regulation 2G.2.01(1). In the case of a BSX-listed Company, see also s250BA>