

Notice of Annual General Meeting

Inverloch & District Financial Enterprises Limited
A.B.N. 13 117 672 590

**To be held at Cottage Restaurant, Inlet Hotel
at 3 - 5 The Esplanade, INVERLOCH
on 21st November 2013 at 7.00 p.m.**

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 retiring by rotation

- (a) That **Maxwell Alexander Warlow** be elected as a Director of the Company.
- (b) That **Tristan Andrew Creed** be elected as a Director of the Company.

3. Remuneration Related Resolution

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

- a) That the Remuneration Report be adopted.

The company will disregard any votes cast (in any capacity) on Item 3 by or on behalf of a member of key management personnel named in the Remuneration Report (and any closely related party of any such member) unless the vote is cast as proxy for a person entitled to vote in accordance with a direction on the proxy form.

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 3 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 Inverloch & District Financial 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 Inverloch & District Financial 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 shareholders as at **6.00 P.M. on 15th November 2013**.

By order of the Board

A handwritten signature in dark ink, appearing to read 'Alan Gostelow', with a long horizontal stroke extending to the right.

Alan Gostelow
Company Secretary
21st October 2013

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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 retiring by rotation

- (a) **Maxwell Alexander Warlow** retires by rotation in accordance with the constitution of the Company, and being eligible, offers him/herself for re-election. His election is recommended by the Board.

Maxwell Alexander Warlow

Taxation Consultant

Age: 61

Self Employed Taxation
Consultant

Current Director, Inverloch & District Financial Enterprises Ltd. Significant involvement in elite athletics coaching

- (b) **Tristan Andrew Creed** retires by rotation in accordance with the constitution of the Company, and being eligible, offers him/herself for re-election. His election is recommended by the Board.

Tristan Andrew Creed

(Nominated October 2011)

Age: 30

Chartered Accountant. Currently Proprietor Feathertop Business Services. Previous roles include Senior Manager – Conquest Services Pty Ltd and Client Manager – Perrett & Associates Pty Ltd. Member or former member of a number of sporting clubs, both local and Melbourne based. His qualifications include a Bachelor of Business Accountancy and Graduate Diploma (Chartered Accounting)

Agenda item 3. Remuneration Related Resolution

The Corporations Act requires a resolution that the Remuneration Report contained in the Company's Annual Report [and Concise Report] be adopted, be put to the vote. The resolution is advisory only and does not bind the Directors of the Company.