

Notice of Annual General Meeting

BELLARINE PENINSULA COMMUNITY BRANCH LTD.
A.B.N. 33 089 107 657

To be held at 7pm on 12TH November 2014
at Portarlington Girl Guides Hall

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 2014

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 **Pam Evans** be re-elected as a Director of the Company.
- b) That **Geoff Webster** be re-elected as a Director of the Company.
- c) That **Kerry Trewin** be re-elected as a Director of the Company.

Election of Director-

- a) That **Justine Finlay** be elected as a Director of the Company.

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 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 5.30pm on 7th November 2014.

By order of the Board

Sandra Baldwin

Company Secretary

10th October 2014

Photos and videos will be taken throughout the evening to be used for future promotion.
If you would prefer to not be involved, please let us know.

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. Election of Directors

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

Election of Director appointed since last Annual General Meeting

(a) **Justine Finlay** 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 herself for election.

Re-election of Director retiring by rotation

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

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

(c) **Kerry Trewin** retires in rotation in accordance with the constitution of the Company, and being eligible, offers herself for re-election.

Justine Finlay

Justine Finlay lives on the Bellarine Peninsula with her husband and three children. She is the Managing Partner of Wightons Lawyers, a long standing legal firm servicing Geelong and district.

Justine has previously been on the board for nearly 10 years and served as the chairperson during that time. After a break to concentrate on other matters, she has returned to the board.

Justine is also a director of VicWest Community Telco and the Karingal Foundation Board. She is passionate about giving back to the community and very keen to see the Youth Foundation continue to assist youth on the Bellarine Peninsula.

Geoff Webster

My wife Pearl and I moved to Clifton Springs in 1976, where Pearl later worked at the Clifton Springs Community Centre/Reception Centre/Restaurant for 10 years.

I have travelled extensively, working in South Africa, (where I met Pearl), for one year as an insurance inspector, prior to moving to London and working for a Lloyds Broker for 12 months, before establishing a travel agency specializing in international cut price jet flights (similar to JetStar).

Back in Australia 1972 I married Pearl and moved to Geelong from Sydney in 1973.

I then worked for a finance Company which gave me additional knowledge of 'the workings' of money.

I am very community minded and was the president (2nd time) of the Lions Club of Portarlington/Drysdale 2009, ending my term in June 2010.

Pearl and I have two adult daughters, I enjoy playing chess, tennis, board games with family and love rugby. I am confident I will be an asset to the Bellarine Peninsula Community Branch Ltd and its Board of Directors.

Pam Evans

I am 4th generation of my family born in Portarlington. I attended Portarlington Primary School then Matthew Flinders School. My husband's family has been Builders in the area for 80 years. I have been involved in Scouting, Guiding, have taught Sunday School, and helped with the Geelong East Technical School Band. We also are involved with the Cricket / Football, and Golf Clubs. Colin and I were also on the Guide Hall Building Committee. We have two sons and daughters-in-law and four grandchildren. I was fortunate enough to be awarded the Lions Club Alan J Holding Award and the Guide Banksia and Wattle Awards for my services to Guiding. The Community Bank is a great asset to the local area and I look forward to being able to help promote it.

Kerry Trewin

I am an Office Manager of a specialised medical practice in Geelong and have lived in Portarlington for over 30 years. My husband is a small business owner and my children are all involved with various clubs on the Northern Bellarine. I have been involved with the community on numerous levels, including as a player and a committee member of the Portarlington Football Netball club, a founding committee member of the Portarlington Toy Library, Secretary and President of the local Kindergarten, Treasurer of the Portarlington Skate Park, a committee member of the local Pony Club and Treasurer of the Portarlington Girl Guides.

Proxy form

Individual Shareholder Name:

Individual Shareholder Address:

Company Shareholder Name:

A.B.N.:

Company Shareholder Address:

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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 shareholder/s of Bellarine Peninsula Community Branch Limited and entitled to attend and vote at the Meeting 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 Portarlington Girl Guides Hall, Portarlington on 12th November, 2014 at 7pm and at any adjournment of that Meeting.

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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 3. Re-election of Geoff Webster			
Item 4. Re-election of Pam Evans			
Item 5. Re-election of Kerry Trewin			
Item 6. Election of Justine Finlay			

* 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
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Sole Director and
Sole Company Secretary

Director

Director / Company Secretary

Proxy form

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 shareholder entitled to attend and vote at the Meeting may appoint one proxy. A proxy need not be a shareholder 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 are encouraged to 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 Monday, 10th November, 2014**). 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 **44 Newcomb Street, Portarlington**

Facsimile

To fax number (03) 5259 3277