

# **Notice of Annual General Meeting**

## **Kew East Financial Services Ltd A.B.N. 91 096 301 058**

**To be held at 6.30pm on Wednesday 19<sup>th</sup> November 2014  
At Kew Golf Club, 120 Belford Road, Kew East.**

Please note registration commences at 6.00pm.

### **1. Ordinary Business**

#### **(i) Receipt of Annual Report**

To receive the Company Financial Report, the Directors Report and the Auditors Report for the year ended 30 June 2014.

#### **(ii) Election of Directors**

To consider, and if thought fit, to pass the following resolutions as ordinary resolutions:-

- (a) 'THAT Diana Nelson be elected as a Director of the Company;'
- (b) 'THAT Allen Borella be re-elected as a Director of the Company;'

### **2. Resolution on Remuneration Report – year ended 30 June 2014**

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

'To adopt the Remuneration Report for the year ended 30 June 2014.'

### **3. Listing**

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

'That the company delist from the National Stock Exchange of Australia and instead establish and maintain its own Low Volume Market.'

### **4. Any Other Business**

## **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.

*Corporate Shareholders:* 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 Shareholders powers at any one time. The company requires written evidence of a representative's appointment to be given to the Company before the meeting.

*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.

## **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 5.00pm on 18 November 2014.

**By Order of the Board**

A handwritten signature in black ink, appearing to read 'Ross McDermott', is written over the printed name.

**Ross McDermott**  
**Company Secretary**  
**3 October 2014**

A proxy Form accompanies this Notice of Meeting. A member entitled to attend and vote at this meeting is entitled to appoint a proxy. The proxy need not be a member of the Company.

## **Explanatory Notes**

This information has been included to assist you in making an informed decision about the resolutions proposed at the meeting.

### **Agenda Item 1(i) Receipt of Annual Report**

The Corporations Act requires the financial statements including the director's and auditor's reports to be laid before the Annual General Meeting (AGM).

### **Agenda Item 1(ii) Election of Directors**

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

Diana Nelson was appointed Director by the Board on 23 October 2013. Ms Nelson brings the following experience to the Board of Directors; More than 12 years' negotiating and managing large scale urban renewal negotiations and developments aligned with State Government policy. Ms Nelson has a Bachelor of Civil Engineering (with Honours), a Post Graduate Diploma of Management and a Master of Business Administration.

Allen Borella retires in accordance with the Corporations Act 2001 and being eligible offers himself for re-election.

Kenneth Franks retires in accordance with the Corporations Act 2001 and does not seek re-election as a director.

Ross McDermott retires in accordance with the Corporations Act 2001 and does not seek re-election as a director. He has offered to continue as Secretary until completion of the transition to the Low Volume Market if the resolution is carried.

### **Agenda Item 2 Remuneration Report – Year ended 30 June 2014**

The Corporations Act (Section 250R) requires a resolution that the remuneration report contained in the Company's annual report be adopted. The resolution is advisory only and does not bind the Directors of the company, however the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

### **Agenda Item 3 Listing**

Your Directors believe it would be desirable to cease trading the company shares on the National Stock Exchange of Australia (NSX) and commencing trading on a Low Volume Market (LVM) from 1 July 2015. The LVM is a mechanism available to public companies with low shareholder trading. The LVM would be maintained by the company.

The primary motive for this consideration is the low number of on market transactions in the company shares, particularly compared to the cost of maintaining the market listing.

During the 2013 financial year there was one on market trade, during the 2012 financial year there were two, and during the 2011 financial year there were five. The cost of maintaining the

NSX listing is approximately \$6,000 per year. Given the low on market turnover your Directors believe the shareholders may not require the listing.

Bendigo and Adelaide Bank Limited have established a website which our company can utilise that allows buyers and sellers to be matched and transactions to be negotiated amongst themselves. There are advantages and disadvantages of the LVM which are summarised below.

#### **Advantages of Trading on the LVM**

- Shareholders have access to trade history and price details of previous shares.
- Lower costs to shareholders compared to trading listed shares. Professional brokers are not required to perform trades unless specifically sought out by either the buyer or seller.
- Reduced regulatory reporting obligations for the Bank compared to the NSX.
- Minimal cost to maintain; the Bank is not spending large amounts of funds operating the market.

#### **Disadvantages of Trading on the LVM**

- The Board is under no obligation to ensure the market is fair, transparent or orderly.
- The market is not supervised by the stock exchange.
- Reduced regulatory reporting obligations for the Bank compared to the NSX.

The LVM maintained by another community bank can be viewed at the following link:

<https://www.bendigobank.com.au/public/community/our-branches/anglesea/trading-shares-lvm>

We encourage shareholders to examine this opportunity and if you have any queries prior to the meeting please contact Mr Ross McDermott, Company Secretary.

#### **Agenda Item 4 Any Other Business**

If you wish to raise other business, details can be communicated directly to either of the following:

- Chairman, Allen Borella, on 0403 156 633 or via [allen@harpjunctiongarage.com.au](mailto:allen@harpjunctiongarage.com.au)
- Secretary Ross McDermott, on 9347 0411 or via [ross@mcdermott.com.au](mailto:ross@mcdermott.com.au).

# Proxy form

**Kew East Financial Services Limited**  
A.B.N. 91 096 301 058

All correspondence to:  
**Kew East Financial Services Ltd**  
661a High Street, Kew East  
VIC 3102 Australia  
Enquiries 03 9859 7699  
Facsimile 03 9859 6944

**NAME:** \_\_\_\_\_

**ADDRESS:** \_\_\_\_\_

**ADDRESS:** \_\_\_\_\_

☐

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 **Kew East Financial Services Limited** and entitled to attend and 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 **Kew Golf Club, 120 Belford Road, Kew East** on **Wednesday 19 November 2014** at **6.30pm** 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.

☐

Item 1, Item 2 and Item 3 – Direction to the Chairman of the Meeting to cast votes

I/We direct the Chairman of the Meeting to vote in accordance with his voting intentions on Item 1, Item 2 and Item 3 (except where I/we have indicated a different voting intention below) and acknowledge that the Chairman of the Meeting may exercise my/our proxy even though Item 2 and Item 3 are connected directly or indirectly with the remuneration of a member of key management personnel.

By marking this box, you direct the Chairman of the Meeting to vote in accordance with his voting intentions on Item 1, Item 2 and Item 3 as set out below and in the Notice of Meeting.

If you do not mark this box, and you have not directed your proxy how to vote on Item 1, Item 2 and Item 3, the Chairman of the Meeting will not cast your votes on Item 1, Item 2 and Item 3 and your votes will not be counted in computing the required majority.

The Chairman of the Meeting intends to vote all available proxies in favour of Item 1, Item 2 and Item 3.

## Voting directions to your proxy

Please mark with 'X' to indicate your directions

Ordinary Business	Accept	Decline	Abstain*
<b>Item 1. Ordinary Business</b>			
(i) Consideration of financial report, Director's report and Auditor's report			
(ii) Election of Directors			
(a) Diana Nelson			
(b) Allen Borella			
<b>Item 2. Remuneration Report Resolution – year ended 30 June 2014</b>			
<b>Item 3. Listing Resolution – Delist from NSX and establish LVM effective 1 July 2015</b>			

# Proxy form

\*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.

If a proxy does not attend the meeting or does not elect to vote on a resolution and a poll is duly demanded, then the Chairman of the meeting will be taken to have been appointed as the proxy of the relevant shareholder in respect of the meeting.

## 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
<div></div>	<div></div>	<div></div>
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

**Kew East Financial Services Limited**  
A.B.N. 91 096 301 058  
Registered Office - 661a High Street, Kew East, VIC 3102

# 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 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 less than 2 business days before the meeting (i.e. by **5.00pm on 15 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 **661a High St., Kew East, Victoria, 3102**

#### *Facsimile*

To fax number **03 9859 6944**.

# Kew East Financial Services Limited

20<sup>th</sup> October, 2014

Dear Shareholder,

On behalf of the Board of Directors I am pleased to enclose a copy of our **2014 Annual Report**. It has been another eventful year as we continue to grow our business and support the community.

Our **Annual General Meeting (AGM)** will be held on **Wednesday 19<sup>th</sup> November** at the **Kew Golf Club**, 120 Belford Road, Kew East. Registration will open at 6:00pm with the meeting commencing at **6:30pm**. Please find attached a Notice of Meeting and Proxy form.

In keeping with tradition, following the AGM, we invite you to join us for our Annual Grant's Presentation. This is a wonderful opportunity to celebrate and learn about projects and initiatives that are being undertaken in our local community. We are very proud to be able to support such a variety of community groups.

Drinks and nibbles will be provided following the AGM and prior to the commencement of the presentations at 7:30pm. We will also be treated to entertainment by one of our talented community groups.

RSVP by Wednesday 12<sup>th</sup> November is essential to assist with catering. Please contact: Tanja Blackwell, Board Manager, on 0439 206260 or email [tanja.kefs@gmail.com](mailto:tanja.kefs@gmail.com)

We hope you will be able to join us for this significant annual event.

Yours faithfully,



Allen Borella  
Chairman  
Kew East Financial Services Ltd

ABN 91 096 301 058  
661A High Street, Kew East VIC 3102  
Phone 03 9859 7699 Fax 03 9859 6944, Email [keweastmailbox@bendigobank.com.au](mailto:keweastmailbox@bendigobank.com.au)  
Franchisee of Bendigo and Adelaide Bank Limited ABN 11 068 049 178 AFSL 237879

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