

Notice of Annual General Meeting

Harbord Financial Services Limited

A.B.N. 25 097 282 525

**To be held at 7:00pm on Tuesday 18th November 2014
at South Curl Curl SLSC, Carrington Parade, South Curl Curl**

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. Notification of Dividend

To notify the meeting that the Directors have declared a fully franked dividend to shareholders of 5.5 cents per share.

3. 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 **Ian Greentree** be elected as a Director of the company.
- (b) That **Peter Harley** be elected as a Director of the company.
- (c) That **Denise Goldstein** be elected as a Director of the company.

Election of new Director

- (d) That **Anthony (Tony) Bevan** be elected as a Director of the company.

4. Remuneration Report

That the remuneration report be adopted.

5. Auditor Resignation

To accept the formal resignation of David Hutchings of the firm Andrew Frewin Stewart (AFS & Associates Pty Ltd) as Auditor of the Company effective 18th November 2014.

6. Auditor Appointment

To appoint and accept the firm of Andrew Frewin Stewart (AFS & Associates Pty Ltd) as Auditor of the Company effective 18th November 2014.

7. NSX Delisting – Special Resolution

To consider and if thought fit, pass the following resolution as a special resolution.

That the Company delist from the National Stock Exchange of Australia (NSX) and apply to ASIC to operate a Low Volume Market (LVM).

By order of the Board



IAN GREENTREE

Company Secretary

16 October 2014

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 (regardless of the number of shares held).

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 **5:00PM** on Wednesday 12 November 2014.

By order of the Board



IAN GREENTREE

Company Secretary

16 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.

ANNUAL REPORTS

To assist with the reduction in printing costs and reduction of our Environmental footprint, we will be printing a limited number of Annual reports.

The Annual report will be able to be viewed on the Harbord Financial Services Ltd website – www.harbordfinancialservices.com.au >Shareholders > Documents > Annual reports.

Should you require a hard copy of the Annual report please contact Simone on 9939-8990 Tuesday to Friday or the branch number 9939-6744 or send an email to info@harbordfinancialservices.com.au

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 1. Receipt of Annual Report

Harbord Financial Services Limited's Annual Report including the financial report and other items will be laid before the meeting in accordance with the Corporations Act. There is no requirement for shareholders to approve those reports. However, the Chairman will allow a reasonable opportunity for shareholders at the meeting to ask questions about, or make comments on the management of the Company. The Chairman will also allow reasonable opportunity for shareholders at the meeting to ask the Auditor or the Auditors representative questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by Harbord Financial Services Limited in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

Agenda item 2. Dividend Notification

The Directors have approved a fully franked dividend of 5.5 cents per share to be paid in February 2015. This is for notification and no resolution is required

Agenda item 3. Election of Directors

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

Re-election of Director retiring by rotation

(a) **Ian Greentree** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.

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

(c) **Denise Goldstein** retires by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.

The above directors have been actively involved as directors of the Company. The Board recommends the re-appointment of these three directors.

Election of New Director

(d) **Anthony (Tony) Bevan** has not previously served as a Director, and offers himself for election.

The above director has been actively involved as an Ambassador and as a new director of the Company. The Board recommends the appointment of this new director.

Agenda item 4. Remuneration Report

No Directors' remuneration has been paid as the positions are held on a voluntary basis. (As per the Directors' Report). Nevertheless the Corporations Act 2001 requires the Directors' Report to include a

separate Remuneration Report and the business of the AGM to include a resolution for its approval as an advisory (i.e. non-binding) resolution only and does not bind the Directors of the Company.

5. Auditor Resignation

To accept the formal resignation of David Hutchings of the firm Andrew Frewin Stewart (AFS & Associates Pty Ltd) as Company Auditor effective 18th November 2014. Removal of an individual Auditor to allow the nomination of the firm as of Andrew Frewin Stewart (AFS & Associates Pty Ltd) as Company Auditor.

6. Auditor Appointment

To appoint and accept the firm of Andrew Frewin Stewart (AFS & Associates Pty Ltd) as Company Auditor for Harbord Financial Services Limited effective 18th November 2014. This will allow the firm of Andrew Frewin Stewart (AFS & Associates Pty Ltd) to rotate auditors as required by ASIC.

7. NSX Delisting and Low Volume Market

The Company proposes to delist from the National Stock Exchange of Australia (NSX) so as to apply to ASIC to operate a Low Volume Market as the preferred trading framework for share for the Company. 90 days-notice is required by the NSX. The Directors are of the opinion that the Low Volume Market provided by ASIC is an appropriate share trading framework for the Company's shareholders given the size and nature of the Company and its shareholders and shareholdings.