

**INGLEWOOD & DISTRICTS COMMUNITY ENTERPRISES LTD**  
**MINUTES OF ANNUAL GENERAL MEETING**  
**HELD AT THE SERPENTINE BOWLING CLUB**  
**AT 7:30pm ON THE 28<sup>TH</sup> OCTOBER 2014**

**Present:** Max. Higgs (Chair), Kim Hanlon (Company Secretary), Ken Canfield (Treasurer), David Hutchings (Auditor) Wayne Tobin (BB Regional Manager) Andrew Smith, Simon Tuohey, Stewart Luckman, Linda Younghusband, David Edwards, Jill McFarlane, Colleen Condliffe, Dale Jackson, Jon Champion, Jillian Burdett, Suzanne Jackson, Ruth Penny, Natalie Rodwell, Rick Gave, Margaret Coe, Maria Den Duck, Donald Coe, Lyn Gale, Debra Vernon, Philip Vernon, John Penny, Bryan Suckling, Melissa Dole, Brenda Woodfield, Andy Woodfield, Mark Phelan, Julie Anderson, Arron Lock, John O'Connor, Ann Adam, Philip Adam, Lindsay Soulsby, Tony Soulsby, Nigel Elston, Mark Soulsby, David Patterson, David Dowler, James Poynton, Simon Taylor, Robert Cadman, Joe Watts, David Wilkinson, Pam Plant, Geoff Thomas,

**Shareholders:** 1: Max Higgs, 2: Ken Canfield, 3: Andrew Smith, 4: Simon Tuohey, 5: Linda Younghusband, 6: David Edwards, 7: Jill McFarlane, 8: Colleen Condliffe, 9: Dale Jackson, 10: Jillian Burdett, 11: Suzanne Jackson, 12: Terry Mangles, 13: Joan Mangles, 14: Murray Baud, 15: Kevin Poyser, 16: Lois Poyser, 17: Brian Rodwell, 18: Allan Bunnett, 19: Rhonda Weeks, 20: John Roberts, 21: George Wyatt, 22: Sue Horsley.

**Apologies:** Kaye & Garry Addlem, John McLinden, Maree Selwood, Wendy Gladman, Margaret-Anne Wright, Catherine & Barry Norman, Leo Bruinier, Rose Abbott, Ian McLauchlan, Michael Lowe, Gordon & Beverley McNaughton, Gavin Holt, Robert Condliffe

**Opening – Presentation by St Mary's Primary School Students**

The Chairman confirmed that a quorum was present and declared the meeting open for business.

**Notice of Meeting**

The notice convening the annual general meeting was taken as read.

**Minutes of the previous Annual General Meeting**

The Chairman reported that the minutes of previous annual general meeting of members of Inglewood and Districts Financial Services Limited held on the **22<sup>nd</sup> October 2013** were approved by the board and signed by the Chairman in accordance with the provisions of section 251A of the Corporations Act and that should any member wish to inspect those minutes, a copy was available for that purpose.

**Chairman's Address**

As given in the Annual Report 2014

**Customer Service Manager's Address**

As given in the Annual Report 2014

**Mobile Relationship Manager's Address**

As given in the Annual Report 2014 (Addendum)

**Item 1: Annual Report**

The Company's Financial Report for the year ended **30<sup>th</sup> June 2014** and the Directors Report and the Auditors Report were tabled and considered with an opportunity for questions to be put to the auditor.

The auditor was provided with an opportunity to answer questions submitted to the auditor under section 250PA of the Corporations Act. The auditor noted that no questions had been received.

**Proxies**

The Chairman reported that the Company had received **35** valid proxy forms.

**35** proxy votes were given to the Chairman.

**Item 1: Receipt of Financial Report, Directors Report and Auditors Report**

	For	Against	Abstain
Members present	22		
Other Proxies			
Chairman as proxy	35		
Total	57		

IT WAS RESOLVED that the Company's financial, directors, and auditors reports be accepted.

**Item 2: Election of directors**

The Chairman stated that if any prospective director or director facing re-election wishes to make a representation in support of their election, they may do so at this point. There were no statements by directors.

**Dr Max Higgs**

	For	Against	Abstain
Members present	22		
Other Proxies			
Chairman as proxy	35		
Total	57		

**Mr Dale Jackson**

	For	Against	Abstain
Members present	22		
Other Proxies			
Chairman as proxy	35		
Total	57		

**Mrs Colleen Condliffe**

	For	Against	Abstain
Members present	22		
Other Proxies			
Chairman as proxy	35		
Total	57		

It was noted that **22** shareholders present record a vote and **35** shareholders had lodged proxies that were received on or before the stipulated date and time.

**Re – elected Directors were; Dr Max Higgs, Dale Jackson and Colleen Condliffe.**

**Item 3: 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.

**Item 4: 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 5pm on 16<sup>th</sup> September 2014. (30 business days prior to the AGM).

**Item 5: Delisting from the NSX**

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.

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

	For	Against	Abstain
Members present	22		
Other Proxies			
Chairman as proxy	35		
Total	57		

**Item 6: Mandatory Rotation of Auditor**

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.

1. To appoint the firm Andrew Frewin Stewart as the company's auditor

	For	Against	Abstain
Members present	22		
Other Proxies			
Chairman as proxy	35		
Total	57		

**There being no further business the meeting then closed at 7.57pm.**

**Presentation of 2014 Community Grants to successful applicants followed the AGM then Supper was served.**

**FSRA Compliance**

(1) That all notifiable changes as detailed in the FSRA Obligations/Compliance Manual at Inglewood & District Community Enterprises Ltd have been

communicated by the Company Secretary to our Regional Manager within 5 days.

(2) Having made reasonable inquiries, an FSRA breach has not occurred for the following categories:

- (a) By our staff
- (b) By any member of the Board

#### NCCP Compliance

1. That all notifiable changes as detailed in the NCCP Obligations/Compliance Manual at Inglewood & District Community Enterprises Ltd have been communicated by the Company Secretary to our Regional Manager within 5 days.

2. Having made reasonable inquiries, an NCCP breach has not occurred for the following categories:

- (a) by our staff
- (b) by any member of the board.

Signed: \_\_\_\_\_

Chairman of the Board

Date: 25<sup>th</sup> November 2014