

Notice of Annual General Meeting

Gosnells Financial Services Limited
ABN 11 095 764 533

To be held at 2:30pm on Thursday 12 November 2015
at Gosnells Football Club, Corner Terence and Walter Streets, Gosnells

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 2015.

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 appointed since last Annual General Meeting

- (a) That Ignazio Moro be elected as a Director of the company.
- (b) That John Hansen be elected as a Director of the company.

Re-election of Director retiring by rotation

- (c) That Ray Norvill be elected as a Director of the company.
- (c) That Christine French be elected as a Director of the company.

3. Remuneration Report

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

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.

4. 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).

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 **5:00pm on Thursday 7 November 2015**.

By order of the Board



Debie Brockhoff
Company Secretary
13 October 2015

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

Gosnell's Financial Services Limited 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 these 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 Auditors representative questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by Gosnell's 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. Election of Directors

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

Re-election of Director appointed since last Annual General Meeting

- (a) Ignazio Moro has not previously served as a Director, and offers himself for election.
- (b) John Hansen has not previously served as a Director, and offers himself for election.

The above directors have been actively involved as new directors of the Company. The Board recommends the appointment of both directors.

Re-election of Director retiring by rotation

- (c) Ray Norvill retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.
- (d) Christine French 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 two directors.

Agenda item 3: Remuneration Report

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

Agenda item 4: NSX Delisting – Special Resolution

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 (LVM) as the preferred trading framework for shares for the Company. Ninety (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 the nature of the Company and its shareholders and shareholdings.