

South Burnett Community Enterprises Limited

ACN: 57 113 889 768

Minutes of Twelfth Annual General Meeting

**held at 7:00pm on 14th November 2017
at Yarraman Memorial Hall, Browne St Yarraman QLD 4614**

Opening

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 previous Annual General Meeting

The Chairman confirmed that the minutes of the previous Annual General Meeting held on 9th November 2016 had been approved by the Board and signed by the Chairman in accordance with the provisions of section 251A of the Corporations Act. Copies of the minutes of the 2016 AGM were made available for perusal at the meeting.

Proxies

The Company Secretary reported that the Company had received 21 valid proxy forms.

Annual Report

The Company's Financial Report for the year ended 30 June 2017 and the Directors' Report and the Auditor's 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.

IT WAS RESOLVED that the Financial Report, Director's Report and the Auditor's Report be received

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 21 Proxy votes exercisable by all proxies validly appointed.
- 21 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- Nil proxy votes specified that the proxy was to abstain on the resolution
- 7 proxy votes specified that the proxy was to vote at the proxy's discretion

Appointment of Directors retiring by rotation:

IT WAS RESOLVED that Noel Leslie Strohfeld be re-elected as a Director of the Company;

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 21 Proxy votes exercisable by all proxies validly appointed.
- 21 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- Nil proxy votes specified that the proxy was to abstain on the resolution
- 7 proxy votes specified that the proxy was to vote at the proxy's discretion

IT WAS RESOLVED that Ross Christopher Begent be re-elected as a Director of the Company

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 21 Proxy votes exercisable by all proxies validly appointed.
- 21 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- Nil proxy votes specified that the proxy was to abstain on the resolution
- 7 proxy votes specified that the proxy was to vote at the proxy's discretion

IT WAS RESOLVED that James Alan Beveridge be re-elected as a Director of the Company

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 21 Proxy votes exercisable by all proxies validly appointed.
- 21 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- Nil proxy votes specified that the proxy was to abstain on the resolution
- 7 proxy votes specified that the proxy was to vote at the proxy's discretion

Ratification of Directors appointed since last Annual General Meeting

IT WAS RESOLVED that the appointment of Richard Quin O'Neill, a Director appointed since the last Annual General Meeting, be ratified.

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 21 Proxy votes exercisable by all proxies validly appointed.
- 20 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- 1 proxy votes specified that the proxy was to abstain on the resolution

7 proxy votes specified that the proxy was to vote at the proxy's discretion.

IT WAS RESOLVED that the appointment of Robert John Kruger, a Director appointed since the last Annual General Meeting, be ratified.

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 21 Proxy votes exercisable by all proxies validly appointed.
- 20 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- 1 proxy votes specified that the proxy was to abstain on the resolution
- 7 proxy votes specified that the proxy was to vote at the proxy's discretion

Remuneration report

IT WAS RESOLVED that the remuneration report be adopted by the meeting.

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 21 Proxy votes exercisable by all proxies validly appointed.
- 20 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- 1 proxy votes specified that the proxy was to abstain on the resolution
- 7 proxy votes specified that the proxy was to vote at the proxy's discretion

Close of meeting

There being no further business the meeting then closed.

Signed as a correct record



(Company Secretary)

20th November 2017