

**Rosewood & District Financial Services Ltd**  
**ABN 62 115 218 472**  
**Trading as Rosewood & District Community Bank Branch Bendigo Bank**

Minutes of the Annual General Meeting held Thursday 16<sup>th</sup> November, 2011 commencing at 6:00 pm

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**Welcome & Apologies**

**Present:**

Alan Price (Chairman), Eirys Heit, Clyde Nicoll, Stuart Ross, Helen Suthers, Kate Lenihan, Ivan Schindler, Brian Nash  
Bernadette Lenihan, Patrick Lenihan, Kathleen Nash, Jenny Simmons, Greg Simmons, Arnold Rieck, Joycelyn Rieck  
Anita Carpenter, Aoife Jensch, Jessie Frizzell, Kayla Plume  
Graeme Stewart

**Apologies:** Michael List, Jarred Hanau

Chairman welcomes attendees twenty (20), and noted number of shareholders in attendance being fourteen (14).

Chairman introduced the Board in attendance and confirmed apologies as above.

**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 reported that the minutes of the previous General Meeting of members of **Rosewood & District Financial Services** Limited held on 18<sup>th</sup> November, 2010 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.

**Proxies**

The Secretary reported that the number of valid proxy forms received at the registered office of the Company by 2.00 pm on the 14<sup>th</sup> November, 2011 was fourteen (14)

**Annual Report**

Chairman advised the first item of business is the consideration of the Company's financial report for the year ended 30<sup>th</sup> June 2011 and the Directors' Report and the Auditor's Report which are now before the Meeting.

- Chairman delivered prepared address.
- Branch Manager delivered prepared address.

The Chairman opened the floor to discussion and subsequent questions in reference to the below matters:

- The Company's annual Financial Report
- The Director's Report
- The Auditor's Report
- Management of the Company

Invited any questions to be put to the Auditor relevant to the following:

- The conduct of the audit
- The preparation and content of the Auditor's Report
- The accounting policies adopted by the Company in relation to the preparation of financial statements
- The independence of the Auditor in relation to the conduct of the audit

The Chairman provided the Auditor an opportunity to answer written questions submitted to the auditor before the meeting under section 250PA of the Corporations Act

*No questions forthcoming*

### **Remuneration report**

The Chairman asked for someone to move the motion that the Remuneration Report be adopted by the meeting.

Motion Moved: Clyde Nicoll

Seconded: Stuart Ross

No questions or comments on the Remuneration Report.

Hands raised For – 14, Against – 0, Abstained – 0.

Resolution carried.

- Fourteen votes exercisable by all proxies validly appointed.

The total number of proxy votes in respect of which the appointments specified that:

- Fourteen (14) proxy votes to vote for the resolution; and
- Zero proxy votes is to vote against the resolution; and
- Zero (0) proxy votes is to abstain on the resolution;
- Zero (0) proxy votes may vote at the proxy's discretion.

### **Election of directors**

#### Re-Election of Director appointed since last AGM

The next resolution concerns the election of *Sharon Anne Ross*. Sharon Ross a Director, retires in accordance with the Company's Constitution and being eligible, offers herself for re-election.

Motioned: *Stuart Ross*

Seconded: *Brian Nash*

Hands raised For – 14, Against – 0, Abstained – 0.

*It was RESOLVED that Sharon Anne Ross be re-elected as a Director of the company.*

*No further discussion took place. Motion Carried.*

- Fourteen proxy votes exercisable by all proxies validly appointed.

The total number of proxy votes in respect of which the appointments specified that:

- Fourteen (14) proxy votes to vote for the resolution; and
- Zero proxy votes is to vote against the resolution; and
- Zero proxy votes is to abstain on the resolution;
- Zero proxy votes may vote at the proxy's discretion.

Re-Election of Director retiring by rotation:

The next resolution concerns the election of *Eirys Mabel Heit*. Eirys Heit a Director, retires in accordance with the Company's Constitution and being eligible, offers herself for re-election.

Motioned: Brian Nash  
Seconded: Ivan Schindler

Hands raised For – 14, Against – 0, Abstained – 0.

*It was RESOLVED that Eirys Mabel Heit be re-elected as a Director of the company.*

*No further discussion took place. Motion Carried.*

- Fourteen proxy votes exercisable by all proxies validly appointed.

The total number of proxy votes in respect of which the appointments specified that:

- Fourteen (14) proxy votes to vote for the resolution; and
- Zero proxy votes is to vote against the resolution; and
- Zero proxy votes is to abstain on the resolution;
- Zero proxy votes may vote at the proxy's discretion.

Re-Election of Director retiring by rotation:

The next resolution concerns the election of *Kathleen Maree Lenihan*. Kate Lenihan a Director, retires in accordance with the Company's Constitution and being eligible, offers herself for re-election.

Motioned: Eirys Heit  
Seconded: Clyde Nicoll

Hands raised For – 14, Against – 0, Abstained – 0.

*It was RESOLVED that Katheen Maree Lenihan be re-elected as a Director of the company.*

*No further discussion took place. Motion Carried.*

- Fourteen proxy votes exercisable by all proxies validly appointed.

The total number of proxy votes in respect of which the appointments specified that:

- Fourteen (14) proxy votes to vote for the resolution; and
- Zero proxy votes is to vote against the resolution; and
- Zero proxy votes is to abstain on the resolution;
- Zero proxy votes may vote at the proxy's discretion.

**Close of meeting at 6:20 pm**

There being no further business the meeting then closed at 6:20 pm.

Light refreshments were served

Signed as a correct record

  
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Alan Price  
(Chairman)

Date: 24-11-11