

**MINUTES OF THE ANNUAL GENERAL MEETING OF EMU PARK AND
DISTRICT FINANCIAL SERVICES LIMITED – ACN 113 396 768
HELD AT 7.00PM ON 28 NOVEMBER 2011 AT EMU PARK, QUEENSLAND**

Present

Graham Cummins (Chairman), Peter Castle (Secretary), Directors Greg Thomasson and Mark Swaffield.

Also in Attendance

Ken Belfrage (AFS & Associates Pty Ltd), Denise Weisse, Anne-Marie Palmer, Steve Myers, and two (2) shareholder(s) as per register.

Apologies

Lane Cummins, Ian Chambers, Kevin Hogan, John McKenna.

Welcome and Introduction

The Chairman welcomed all to the meeting and introduced the Directors who were present as well as Auditor (Ken Belfrage) and Bendigo Bank personnel (Denise Weisse, Anne-Marie Palmer and Steve Myers).

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 Minutes of the previous Annual General Meeting of Emu Park & District Financial Services Limited, held on 22 November 2010, were approved by the Board and signed by the Chairman in accordance with the provisions of Section 251A of the Corporations Act.

Proxies

On request of the Chairman, the Company Secretary reported that the Company had received 14 valid proxy forms.

Annual Report

The Company's Financial Report for the year ended 30 June 2011, the Directors' Report and the Auditor's report were considered.

The Chairman then provided the meeting with the opportunity for questions or comments on the Annual Financial Report or the reports of the Directors and Auditor. A Shareholder queried the difference in general administration expenses on page 13 of the annual report. Ken Belfrage (AFS) explained that the costs were related to the recent relocation of the branch.

The Chairman asked the meeting if there were any questions or comments on the management of the Company. No questions were received.

The Chairman asked if there were any questions to be put to the Auditor relevant to
the conduct of the audit review,
the preparation and content of the Auditor's review report,
the accounting policies adopted by the Company in relation to the preparation of
the financial statements, and
the independence of the Auditor in relation to the conduct of the audit review.

No questions were received.

The Chairman then provided the meeting with the opportunity for questions to be put to the Auditor. No questions were received.

The Chairman also provided the Auditor 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 reports be accepted.

Seconded by: Robin Sparke Carried: all in favour by a show of hands.
(Proxies – 14 For, 0 Against)

Election of Directors

It was RESOLVED that Lance Steven Cummins be re-elected as a Director of the Company.

Seconded by: Anthony White Carried: all in favour by a show of hands.
(Proxies – 14 For, 0 Against)

It was RESOLVED that Ian Peter Chambers be re-elected as a Director of the Company.

Seconded by: Robin Sparke Carried: all in favour by a show of hands.
(Proxies – 14 For, 0 Against)

It was Moved by Anthony White that John Francis McKenna be re-elected as a Director of the Company.

Seconded by: Robin Sparke Carried: all in favour by a show of hands.
(Proxies – 14 For, 0 Against)

The Chairman moved that Kevin Thomas Hogan be elected as a Director of the Company

Seconded by Robin Sparke Carried: all in favour by a show of hands
(Proxies – 14 For, 0 Against)

The Chairman moved that Peter Frederick Castle be elected as a Director of the Company
Seconded by Anthony White Carried: all in favour by a show of hands
(Proxies – 13 For, 1 Against)

Remuneration Report

It was RESOLVED that the Remuneration Report be adopted by the meeting.
Seconded By: Robin Sparke Carried: all in favour by a show of hands.
(Proxies – 14 For, 0 Against)

Mandatory Rotation of Lead Auditor


ASIC require the mandatory rotation of lead auditors after 5 years under the Corporate Law Economic Reform Program (CLERP 9) for listed companies. David Hutchings has been lead auditor of Emu Park & District Financial Services Limited for 5 years.

A motion was put to the meeting and it was RESOLVED to accept David Hutchings' resignation as lead auditor with the replacement to be Graeme Stewart of AFS & Associates Pty Ltd.
Seconded By: Robin Sparke Carried: all in favour by a show of hands.
(Proxies – 14 For, 0 Against)

Close of Meeting

There being no further business the meeting then closed.

Signed as a correct record



Graham Cummins (Chairman)
28 November 2011