

BSX Listing Rules**Issuance and/or Quotation of Additional Securities Application****References**

Version 3, Operative 26/8/2005

Chapter 2, BSX Listing Rules

Instructions:

An entity issuing new or additional securities and/or seeking quotation of securities must complete and return this annexure to BSX.

An entity applying for quotation of additional or new securities must also complete and return an Annexure 2B to BSX.

Please complete the sections of the application that are relevant to your entity. If there is not enough space attach extra sheets.

Please note that information and documents (including this annexure) given to BSX in support of an application become BSX's property and may be made public.

Name of entity

ACN, ARBN or ARSN

ALCUSTA + DISTRICTS COMMUNITY FINANCIAL SERVICES LIMITED	64110946168
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Part 1 - All issues

1	Number of securities issued or to be issued	8500
2	Class of securities issued or to be issued	ORDINARY
3	Principal terms of the securities (eg, if options, exercise price and expiry date; if partly paid securities, the amount outstanding and due dates for payment; if convertible securities, the conversion price and dates for conversion)	FULLY PAID
4	Date of allotment of the additional securities	03/10/2006

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5	Dates of despatch of certificates	3 JANUARY 2006
6	Number of holders of the additional securities	4
7	Issue price of the additional securities	\$1.00 per share
8	Purpose of the issue. (If issued upon conversion of another security, clearly identify that other security. If issued as consideration for the acquisition of assets, clearly identify those assets.)	Initial float
9	Do the securities rank equally in all respects from the date of allotment with an existing class of quoted securities? If the additional securities do not rank equally, please state: <ul style="list-style-type: none"> the date from which they do; the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment; the voting rights of the additional securities; the rights of the additional securities to participate in the new issues of securities. 	<p>Yes</p> <p>05/01/2006</p> <p>100%</p> <p>Each Shareholder has one vote regardless of shares held.</p> <p>100%</p>
10	Number and class of all securities quoted on BSX (including the securities in clause 1 if they are to be quoted)	621813 ordinary shares
11	Number and class of all securities not quoted on BSX (including the securities in clause 1 if they are not to be quoted)	0

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12	Executed restriction agreements (refer to Annexure 8A)	N/A
13	Undertakings from a bank or recognised trustee.	N/A

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

Part 2 - Bonus issue or pro rata issue

14	Is security holder approval required?	N/A
15	Is the issue renounceable or non-renounceable	N/A
16	Ratio in which the securities will be offered	N/A
17	Class of securities to which the offer relates	N/A
18	Record date to determine entitlements	N/A
19	Will holdings on different registers be aggregated for determining entitlements?	N/A
20	Policy for deciding entitlements in relation to fractions	N/A
21	Names of countries in which the entity has security holders who will not be sent new issue documents	N/A
22	Closing date for the receipt of acceptances and renunciations	N/A
23	Names of any underwriters	N/A
24	Amount of any underwriting fee or commission	N/A
25	Names of any brokers to the issue	N/A

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26	Fee or commission payable to the broker to the issue	N/A
27	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
28	If the issue is subject to security holders approval, the date of the meeting	N/A
29	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to person entitled	N/A
30	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
31	Date rights trading will begin (if applicable)	N/A
32	Date rights trading will end (if applicable)	N/A
33	How do security holders sell their entitlements in full through a broker?	N/A
34	How do security holders sell part of their entitlements through a broker and accept for the balance?	N/A
35	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A
36	Despatch date	

Part 3 - Quotation of securities

This part is to be completed only if this is an application to quote the securities

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37 Type of securities (Please tick)

37.1 ☐ Securities described in Part 1 (and Part 2 if applicable)

37.2 ☐ All other securities (e.g., restricted securities at the end of the escrow period, employee incentive share securities when restriction ends, securities issued on conversion or expiry of convertible securities)

Quotation fees

38 ☐ Cheque for fees.

If 37.1 has been ticked

Additional Securities Forming a New Class of Securities

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

39 ☒ A specimen certificate/issuer sponsor holding statement

As attached

40 ☒ The names of the 20 largest holders of the additional securities, and the number and percentage of additional securities held by those holders.

As attached

41 ☒ A distribution schedule of the additional securities setting out the number of holders in the categories:

1-1,000

224

1,001-5,000

89

5,001-10,000

20

10,001-100,000

3

100,001 and over

0

SHARE CERTIFICATE

**AUGUSTA & DISTRICTS COMMUNITY FINANCIAL
SERVICES LTD
ACN 110 946 168**

Incorporated in WA

Registered Office 78 Blackwood Avenue
AUGUSTA WA 6290

This is to certify that «NAME_LINE_1» of
«REG_ADDRESS_LINE_1»
«REG_ADDRESS_LINE_2» «POSTCODE»

is the holder of «SHARES» ORDINARY shares in
AUGUSTA & DISTRICTS COMMUNITY FINANCIAL SERVICES LIMITED
subject to the provisions of the Constitution of the Company, and the sum of
\$1.00 has been paid in respect of each share.

Given under the Common Seal of the Company

Dated _____

Signed _____

	Number of Shares	Name of Substantial Shareholder		
1	20000	DF YOUNG PENSION FUND	DF YOUNG	LR YOUNG
2	15000	KONEI PTY LTD	<HARDY SUPERANNUATION FUND A/C>	
3	12000	MRS RAE CRAIN		
4	10000	MR FRANCIS ALEXANDER HASTIE	MRS ELAINE HASTIE	
5	10000	MR BARRY WILLIAM DAVIS	MRS HELEN DAVIS	
6	10000	HALLETT NOMINEES PTY LTD		
7	10000	MR ALECH TRYHORN	MRS TAMARA TRYHORN	
8	10000	WAYNE THOMAS PENNINGTON	RHONDA WALLACE PENNINGTON	<PENNINGTON SUPERANNUATION FUND A/C>
9	10000	MR FRANK WILLIAM FOX	MRS BEVERLEY ANN FOX	
10	10000	SLEEPEASY HOLDINGS PTY LTD	<SLEEPEASY SUPERANNUATION FUND A/C>	
11	10000	TARILTA SUPERANNUATION FUND	<TEMBY FAMILY A/C>	
12	10000	MR RAYMOND JOHN ELLIS	MRS DIANA MARGARET ELLIS	
13	10000	MR WALTER ALFRED SMITH	MRS CLARE VALERIE SMITH	
14	10000	MR ALLAN FLETCHER		
15	10000	DP MCKENNA PTY LTD SUPER FUND		
16	7500	MRS LAURA GERTRUDE EASTON		
17	7500	MR IAN MITCHELL EASTON		
18	7000	MR JAMES FREDERICK ROWLANDS	MRS YVONNE CLARICE ROWLANDS	
19	7000	MR BRUCE GANDY	MRS JUDY GANDY	
20	7000	MR STEPHEN GEOFFREY WILLIAMS		
21	6000	MR WILLIAM HARRY BARRATT	MRS NORMA ELIZABETH BARRATT	
22	6000	PARALLEL HOLDINGS PTY LTD		
23	6000	MRS INYCE MAY MILENTIS		

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42	A copy of any trust deed for the additional securities.	N/A
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If 37.2 has been ticked, please complete the following

43	Class of securities for which quotation is sought	N/A	
44	Number of securities for which quotation is sought	N/A	
45	Do the securities rank equally in all respects from the date of allotment with an existing class of quoted securities? If the additional securities do not rank equally specify: - the date from which they do - the extent to which they participate for the next dividend (or distribution or interest payment) - the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	N/A	
46	Reason for the request for quotation of these securities now	N/A	
		Number	Class
47	Number and class of all securities listed on BSX (including those given in points 43 and 44 above)	N/A	

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Signed:

(Director/Company Secretary)

(Director/~~Company Secretary~~)

Print name:

TED COHEN

RUSSELL SIMBO

Dated:

8th 02-2005