

Notice of Annual General Meeting

Balmain / Rozelle Financial Services Limited

A.B.N. 95 112 711 654

To be held at 6.30 pm on Monday, 24 November 2008

at The Balmain Leagues Club (Tigers)

Victoria Road, Rozelle

Ordinary Business

1. Receipt of Annual Report

To receive the Company's Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2008

2. Election of Directors

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.

- (a) That Cynthia Nadai be re-elected as a Director of the Company.
- (b) That E. Paul Doughty be re-elected as a Director of the Company.
- (c) Ian Crichton-Browne be re-elected as a Director of the Company.
- (c) That Susan Tayler be re-elected as a Director of the Company.
- (d) That Michael Newton be elected as a Director of the Company

Barry Bidwell, Elio Cacciotti, and Pauline McAlinden resign as of this Annual General Meeting.

3. Appointment of Auditor

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

That the appointment of AFS and Associates Pty Ltd as auditor of the Company be approved.

PTO

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.

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.

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.

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 members as at 5:00 pm on 30 September 2008.

By order of the Board

Cynthia Nadai
Company Secretary
24 October 2008

A proxy form accompanies this Notice of Meeting. A member entitled to attend and vote at this meeting is entitled to appoint a proxy. The proxy need not be a member of the Company.

Explanatory Notes

This information has been included to assist you in making an informed decision about the resolutions proposed at the meeting.

Agenda item 3: Election of Directors

- (a) Cynthia Nadai retires by rotation in accordance with the constitution of the Company and, being eligible, offers herself for re-election.
- (b) E. Paul Doughty retires by rotation in accordance with the constitution of the Company and, being eligible, offers himself for re-election.
- (c) Ian Crichton-Browne retires by rotation in accordance with the constitution of the Company and, being eligible, offers himself for re-election.
- (d) The Board recommends that Susan Tayler be re-elected to the Board. Susan was originally appointed as a Director by the Board on January 23, 2008.
- (e) The Board recommends that Michael Newton be elected to the Board.

Susan Tayler has been a Rozelle resident for 16 years and operates a bookkeeping and business services company in Rozelle. Susan is the Treasurer of the Balmain/Rozelle Chamber of Commerce. Sue knows the bank well as she was a member of the Steering Committee for the Balmain / Rozelle Community Bank®.

Michael Newton has been a Chartered Accountant for 25 years, a member of Chartered Secretaries Australia and Financial Services Institute. Mike has worked as chief financial officer for public and large private companies. He has been involved with community groups in the Glebe area for a number of years and has lived in Glebe for over 25 years

Agenda item 3: Appointment of Auditor

Item 4 is an ordinary resolution to seek your approval for the appointment of AFS and Associates Pty Ltd as the Company's auditor.

The Board has received AFS and Associates Pty Ltd consent to act and written notice of AFS and Associates Pty Ltd nomination as auditor from a shareholder.

The appointment of AFS and Associates Pty Ltd requires approval of shareholders under the Corporations Act.

AFS and Associates Pty Ltd of 61 – 65 Bull Street, Bendigo is a company of Chartered Accountants and Business Advisors. They have been involved with Community Banks throughout Australia since their inception. Consequently they have a detailed knowledge of the systems and procedures used and are able to offer a professional and competitively priced service.