

Notice of Annual General Meeting

Coolalinga & Districts Community Finance Limited

A.B.N. 24 117 500 455

To be held at 6pm on Monday, 9th November 2009

at Howard Hall, Whitewood Road, Howard Springs (next to Howard Springs Primary School)

Ordinary Business

1. Receipt of Annual Report

To receive the Company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2009.

2. Remuneration

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

"That the remuneration report for the Company for the year ended 30 June 2009 be adopted."

3. Election of Directors

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

(a) That Janice Susan Young be re-elected as a Director of the Company.

(b) That Robert Newman be re-elected as a Director of the Company.

4. Amendment to Constitution – Clause 51

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

The number of Directors (not including Alternate Directors) must be not less than three nor more than ten unless otherwise determined by general meeting. Each Director is to be a natural person.

5. Remuneration of Directors – Clause 53 (1)

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

Directors who have remained on the Board for a period of more than 12 months from the date of acceptance by ASIC will be entitled to a fee for each Board meeting he/she attends. Executive Positions to be paid \$2500 annually and non Executive positions to be paid \$1800.

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.

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 **5pm** on 4th November 2009.

By order of the Board

Notice of Annual General Meeting

Maureen Newman – Company Secretary, 1st October 2009

Explanatory Notes

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

Agenda item 2. Remuneration Report

The Corporations Act requires a resolution that the remuneration report contained in the Company's annual report be adopted, be put to the vote. The resolution is advisory only and does not bind the directors of the Company.

Agenda item 3. Election of Directors

The following information is provided about candidates for election to the Board.

(a) **Janice Susan Young**, retires by rotation in accordance with the constitution of the Company, and being eligible, offers herself for re-election. Jan has vast managerial and organisational skills.

(b) **Robert Newman**, retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election. Robert is on the Property Committee and has diverse skills.

Agenda item 4. Amendment to Constitution - Clause 51

The number of Directors (not including Alternate Directors) must be not less than three nor more than ten unless otherwise determined by general meeting. Each Director is to be a natural person.

The above clause is to replace

The number of Directors (not including Alternate Directors) must be not less than five nor more than ten unless otherwise determined by general meeting. Each Director is to be a natural person.

Agenda item 5. Remuneration of Directors - Clause 53 (1)

Under the Constitution it is stated that remuneration may be paid to Board Members. To date there has been no payments to Board Members; the last 3 years have been voluntary. Members have worked many hours and paid some of their own expenses. It is recommended that we pay Executive positions the sum of \$2500 per annum and non Executive positions \$1800 per annum in order to attract and retain the professional operational standards required.

We also felt that it was only fair that future Board members needed to be in attendance for 12 months before payment was made.

Proxy form

Coolalinga & Districts Community Finance Limited
A.B.N. 24 117 500 455

All correspondence to:
Coolalinga & Districts Community Finance Limited
PO Box 557
Virginia NT 0822 Australia
Enquiries: 0414 886 354

<Name Member>

<Address>

<Address>

<Suburb, State Postcode>

Mark this box with an 'X' if you have made any changes to your address details (see reverse)

Appointment of proxy

I/We being a member/s of **Coolalinga & Districts Community Finance Limited** and entitled to attend the vote appoint the person named below or, if no person is named below, the Chairman of the Meeting as my/our proxy to vote in accordance with directions set out below (with a discretion as to any business not referred to below) or, if no directions are given, as my/our proxy sees fit, at the Annual General Meeting of the Company to be held at **Howard Hall, Whitewood Road, Howard Springs** on **Monday, 9th November 2009** at **6pm** and at any adjournment of that Meeting.

The Chairman of the Meeting
(mark with an 'X')

OR

Write here the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

Voting directions to your proxy

Please mark with 'X' to indicate your directions

Ordinary Business	Accept	Decline	Abstain*
Item 1. Receipt of Financial Report, Director's Report and Auditor's Report			
Item 2. Remuneration Report be adopted			
Item 3. Re-election of Janice Young as Director of the Company			
Re-election of Robert Newman as Director of the Company			
Item 4. Amendment to Clause 51 of Company Constitution			
Item 4. Remuneration of Directors - Clause 53 (1) of Company Constitution			

*If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in working out the required majority on a poll.

PLEASE SIGN HERE

This section MUST be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Shareholder 1

Shareholder 2

Shareholder 3

Sole Director and
Sole Company Secretary

Director

Director/Company Secretary

Coolalinga & Districts Community Finance Limited
A.B.N. 24 117 500 455
Registered Office – Shop 18/460 Stuart Highway, Coolalinga NT 0835

Proxy form

How to complete this Proxy form

1. Your name and address

This is your name and address as it appears on the Company's share register. If this information is incorrect, please mark the box and make the correction on the form. **Please note, you cannot change ownership of your shares using this form.**

2. Appointment of a proxy

A member entitled to attend and vote at the Meeting may appoint one proxy. A proxy need not be a member of the Company. A proxy may be an individual or a Company.

3. Identity of proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. If you leave this section blank, the Chairman of the Meeting will act as your proxy.

4. Voting instructions

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

5. Signing instructions

The Proxy form must be signed in the spaces provided.

Individual

If the holding is in one name, the holder must sign.

Joint holding

If the holding is in more than one name, any one holder may sign.

Power of Attorney

To sign under power of attorney, you must have already lodged this document with the Company or attach a certified copy of the power of attorney to this form when you return it.

Companies

If the Company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the Company (under section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of the Company is to attend the meeting, the appropriate 'Certificate of Appointment of Corporate Representative' must be produced before admission to the Meeting.

How to complete this Proxy form

This Proxy Form (and any Power of Attorney under which it is signed) must be received by the Company not later than **2 business days** before the Meeting (**ie by 4:30pm 5th November 2009**). Any Proxy Form received after that time will not be valid for the scheduled meeting.

Documents may be lodged in any of the following ways:

Post

Coolalinga & Districts Community Finance Ltd, PO Box 557, Virginia NT 0822

or hand delivery

To the Company's registered office at **Shop 18, 460 Stuart Highway, Coolalinga NT**

Facsimile

To fax number: 8983 3482

Email: Company Secretary – rabginc@yahoo.com.au