

Notice of Annual General Meeting

Cobden & Districts Community Finance Limited
A.B.N. 84 117 781 049

**To be held at 7.30pm on 6th November 2007
at Cobden Golf Club**

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 2007.

2. Election of directors

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

- (a) That Gayle Kelson be elected as a director of the Company.
- (b) That Michael Hinkley be elected as a director of the Company.
- (c) That Stuart Dawson be elected as a director of the Company.
- (d) That Milton Parlour be elected as a director of the Company.

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 appointed 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.

Cobden & Districts Community Finance Limited
A.B.N. 84 117 781 049
37 Curdie Street, COBDEN, Vic, 3266

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 7.30pm on 6/11/2007.

By order of the board

Gayle Kelson
Company Secretary
26/ 9/07

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: Election of directors

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

- (a) Gayle Kelson, having been appointed by the Board since the last annual general meeting, retires in accordance with the constitution of the Company, and being eligible, offers herself for election.
- (b) Michael Hinkley retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (c) Stuart Dawson retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (d) Milton Parlour retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

The candidates were all on the steering committee and then went on to become the Directors of the Board since the 9th January 2006.

Agenda item 3: Appointment of auditor

Item 3 is an ordinary resolution to seek your approval for the appointment of Andrew Frewin and Stewart as the Company's auditor.

The Board has received name's consent to act and written notice of name's nomination as auditor from a shareholder.

The appointment of Andrew Frewin & Stewart requires approval of shareholders under the Corporations Act.