

Notice of Annual General Meeting

Canterbury Surrey Hills Community Finance Limited
A.B.N. 96 099 590 593

To be held at The Balwyn Welfare Centre/Evergreen, 45 Talbot Avenue, Balwyn on Tuesday 16 November 2010
at 7:30pm

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 2010.

2. Election of Directors

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

Re-election of Director retiring by rotation

- (a) That **Damien Leo Hudson** be elected as a Director of the Company.
- (b) That **Leigh Warren Smith** be elected as a Director of the Company.
- (c) That **Trevor Roland Kempton** be elected as a Director of the Company.

3. Remuneration Report

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

That the Remuneration Report be adopted.

4. Capital Raising

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

That the Directors of Canterbury Surrey Hills Community Finance Limited be authorised to issue further shares in the Company for the purpose of establishing a new branch at Balwyn, with the amount to be raised from the issue of new shares set at not more than \$500,000.

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. In accordance with

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.

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 shareholders as at **5:00pm on 12 November 2010.**

By order of the Board

Geoff Rowles
Company Secretary
14 October 2010

Notice of Annual General Meeting

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.

Re-election of Director retiring by rotation

(a) **Damien Leo Hudson.** Damien founded the Surrey Hills Steering Committee and has been involved in this project longest of all directors. In the past he has Chaired the Sponsorship and Marketing Committee and remains Chair of the Asset Management Committee and member of the Sponsorship Committee. He has attended every board meeting for the 2009-2010 period.

The Board recommends this resolution be passed by the members.

(b) **Leigh Warren Smith.** Leigh is the Dealer Principal for a number of new car franchises for the Garry and Warren Smith Group car dealerships in Melbourne and is a Non Executive Director of some country Victoria car dealerships and brings to the Board strong business and marketing skills and experience. He and his family also have many links with the local community through school, community and sporting groups that they are associated with. He chairs the Sponsorship Committee which has played a key role in providing support to many community organisations.

The Board recommends this resolution be passed by the members.

(c) **Trevor Roland Kempton.** Trevor runs a menswear business in the heart of the Maling Road shopping centre in Canterbury. He is also a past President of the Maling Road Traders Association. He brings to the Board skills in business management and strategic development as well as an understanding of the needs of small business.

The Board recommends this resolution be passed by the members.

Agenda item 3. Remuneration Report

The Corporations Act requires a resolution for the adoption of the Remuneration Report contained in the Company's Annual Report be put to the vote. The resolution is advisory only and does not bind the Directors of the Company.

Agenda item 4. Capital Raising

Canterbury Surrey Hills Community Finance Limited established a Steering Committee in June 2010 to investigate the commercial viability of establishing a Bendigo Bank Community Bank branch in Balwyn.

Bendigo Bank has established a four stage process for the establishment of a new Community Bank branch. These stages are generally known as "Pledge Stage", "Feasibility Stage", "Prospectus Stage" and "Launch Stage". In the event that the first two stages are considered successful by the Board, a capital raising may be undertaken during the "Prospectus Stage". Under the BSX listing rules, members are required to approve such a capital raising.

If a capital raising is undertaken, all investors would be entitled to participate via the prospectus that is required to be prepared.

The amounts to be raised for this purpose will be determined by the Directors after all external advice has been obtained, subject to the limit contained in the proposed resolution. The Directors will adopt the following procedure to determine the value of the shares issued in this capital raising:

1. If the Board elects to proceed with the capital raising, the Board will commission an independent accounting firm to prepare a valuation report for the board to determine the current value of the Company.
2. The Board may consider making a bonus issue of shares on a non-renounceable basis to existing shareholders. The terms of the bonus issue (if any) shall be determined by the Board after considering the valuation report.
3. Shares issued via this proposed capital raising will be issued at \$1.00 each.

This capital raising may take place at any time the Board determines for the purposes stated above.

Proxy form

Canterbury Surrey Hills Community Finance Limited
A.B.N. 96 099 590 593

All correspondence to:
Canterbury Surrey Hills Community Finance Limited
143 Maling Road
Canterbury VIC 3126
Enquiries **03 9836 9466**
Facsimile **9836 8544**

<Name Shareholder>

<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 shareholder/s of **Canterbury Surrey Hills 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 **The Balwyn Welfare Centre/Evergreen, 45 Talbot Avenue Balwyn** on **16 November 2010 at 7:30 pm** 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.(a) Re-election of Damien Leo Hudson			
Item 2.(b) Re-election of Leigh Warren Smith			
Item 2.(c) Re-election of Trevor Roland Kempton			
Item 3. That the Remuneration Report be adopted			
Item 4. That the Directors of Canterbury Surrey Hills Community Finance Limited be authorised to issue further shares in the Company for the purpose of establishing a new branch at Balwyn, with the amount to be raised from the issue of new shares set at not more than \$500,000.			

*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

Canterbury Surrey Hills Community Finance Limited
A.B.N. 96 099 590 593
Registered Office – 143 Maling Road Canterbury VIC 3126

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 shareholder entitled to attend and vote at the Meeting may appoint one proxy. A proxy need not be a shareholder 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 Friday 12 November 2010 at 5:00pm**). 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 or hand delivery

To the Company's registered office at **143 Maling Road Canterbury VIC 3126**

Facsimile

To fax number **03 9836 8544**