

April 15, 2009

Dear Shareholder,

An Extraordinary General Meeting has been convened for Tuesday 19<sup>th</sup> May at the Branch in East Ivanhoe at 6.30pm

The last six months has seen our broader community respond generously and with great enthusiasm to the idea of establishing the Heidelberg **Community Bank®** Branch of Bendigo Bank. This campaign has been led by a vibrant committed Steering Committee who has worked tirelessly to ensure this great outcome.

The purpose of the meeting is to ensure we meet our corporate responsibilities as we move forward as a company managing and operating two **Community Bank®** branches.

During the last 8 years, the East Ivanhoe **Community Bank®** Branch of Bendigo Bank has returned to our community by way of grants, sponsorships and shareholder dividends a total of over \$800,000.

The presence of the Heidelberg **Community Bank®** Branch of Bendigo Bank will only build on this great outcome and in turn continue to add value and benefits to our shareholders as well as the community and the members who live in it.

Your attendance is encouraged as we seek to gain shareholder approval for the resolutions outlined in the attached notice. If you are unable to attend I encourage you to complete the attached proxy form and return it to our Company Secretary.

Yours sincerely,



NAN CAPLE  
Chairperson

# Notice of Extraordinary General Meeting

## East Ivanhoe Community Corporation Limited

(ACN 095 312 744)

To be held at 6.30 pm on Tuesday 19 May 2009

at East Ivanhoe Branch of Bendigo Bank,  
233-235 Lower Heidelberg Road, East Ivanhoe

### Item of Business

#### 1. New Issue of Shares

To consider, and if thought fit, pass the following resolution:

"In order to comply with Rule 5 of the Listing Rules of the BSX, the proposal to issue not more than 1,200,000 shares in the Company by way of a Prospectus for the purpose of raising capital for the establishment of a second Community Bank Branch at Heidelberg, is hereby approved"

### Explanatory Notes

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

The Company currently manages and operates a Community Bank Branch at East Ivanhoe under a Franchise Agreement that commenced business on 10th May 2001. To finance all the establishment costs and provide working capital, \$473,000 was raised under an initial Prospectus in 2001.

After considering the interim results of a feasibility study that was commissioned by the Board, the Board has decided that it is in the best interests of the Company to establish a second Community Bank Branch. To meet this objective the Board has resolved that the Company raise additional capital by way of a Prospectus to enable the Company to fund the establishment costs and to meet the working capital requirements.

The Board has recognized that in the interests of fairness and equity that a bonus issue will be made to existing shareholders in the ratio of 1.3 shares for each share held. To assist the Board in reaching this decision, an independent valuation of the business has been undertaken by Richmond Sinnott & Delahunty, an independent firm of chartered accountants.

In addition to recognizing the support and the risk taken by the initial shareholders, the main purpose of the bonus issue is to expand the current capital base and to endeavor to achieve parity between the existing shares and the shares to be issued under the new Prospectus.

The Directors recommend that the shareholders vote in favor of the resolution.

## **2. Change of Company Name**

To consider, and if thought fit, pass the following resolution as a special resolution:

"That the name of the Company be changed to Heidelberg District Community Enterprise Limited"

### **Explanatory Notes**

This information has been included to assist you in making an informed decision about this resolution.

The Board is of the view that the proposed name reflects the broader community to which the Company, through its Community Bank Branches, will provide banking services. The name will also be representative of the community organizations to which the Company will give consideration in supporting as part of its role in assisting community organizations and community projects.

The Directors recommend that the shareholders vote in favour of the resolution.

By Order of the Board

John Nelson  
Company Secretary

16/4/2009

# East Ivanhoe Community Corporation Ltd

ACN 095 312 744

## PROXY FORM

### Lodgement of Proxy

A proxy form (and any Power of Attorney under which it was signed) must be lodged with the Company Secretary not later than 4.00 pm Friday, May 15, 2009. Any proxy form lodged after that time will be invalid.

### Signature(s)

In the case of joint shareholders, holding of one share certificate, only one signature will be valid. If signing as an Attorney, then the Power of Attorney must have been noted on the share application.

**Registered Name and Address**

**Shareholder Certificate Number**

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### Appointment of Proxy

I/We appoint .....  
(Chairman or name of person you are appointing)

## VOTE ON RESOLUTIONS

**Item 1 – New Issue of Shares**

For/Against/Abstain

Signature(s) .....