Notice of Annual General Meeting

Fleurieu Community Enterprises Limited A.B.N. 72 116 550 157

To be held at 7.00pm on 23rd November 2006 at

Lifecare Community Centre, Pridham Bouleverd, Aldinga Beach SA 5173

Ordinary Business

1. Receit of Annual Report

To requive the Company's Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2006.

2. Election of directors

To consider, and if thought fit, to elect 5 of the following 6 Norminations as Directors.

- (a) That John Martin be re-elected as a director of the Company.
- (b) That Tony Dutton be re-elected as a director of the Company.
- (c) That Stan Beck be re-elected as a director of the Company.
- (d) That Graham Marshall be re-elected as a director of the Company.
- (e) That Karen Suter be elected as a director of the Company.
- (f) That Garry Hartland be elected as a director of the Company.

3. Appointment of auditor

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

That the appointment of RSM Bird Cameron as auditor of the Company be approved.

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.

Fleurieu Community Enterprises Limited

[Registered Office - Shop 7 Aldinga Central Shopping Centre, Aldinga Beach Road, Aldinga Beach SA 5173]

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Updated October 2006

Corporate stareholder: 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.

Voting right

Each share holder is entitled to one vote.

For the purposes of voting at the Meeting, shares will be taken to be held by the persons where are registered as members as at [time] on [date].

By order of the board

John Martin Company Secretary 03/10/06

Explanator 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) John Martin retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (b) Tony Dutton retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (c) Stan Beck retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (d) Genham Marshall retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (e) Karen Suter has recently been appointed by the Board as an associate mamber in assisting the board following the resignation of Jason Evans, and being eligible, offers herself for election.
- (f) Gury Hartland being eligible offers himself for election.

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Agenda Item 3: Appointment of auditor

item 3 is an ordinary resolution to seek your approval for the appointment of RSM Bird Cameron as the Company's auditor.

The Board was received RSM Bird Cameron's consent to act and written notice of RSM Bird Cameron's nomination as auditor from a shareholder.

The appointment of RSM Bird Cameron requires approval of shareholders under the Carporations Act.

RSM Bird Comeron are a leading national accounting and financial services group who have been assisting the Aldinga Beach Community Bank since inception through the provision of the original community survey and bank feasibility study. In this regard they are intimately aware of the workings of the company and are ideally situated to provide independent auditing services given their expertise in this area.

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Updated July 2004

Proxy Form

Fleurieu Community Enterprises Ltd ABN 72 116 550 157

ade any changes to your appress details (see reverse) Mark this box with an 'x' if you have



All correspondence to: leurieu Community Enterprises Ltd PO Box 447 Aldings Beach State SA Australia Enquiries (08) 8557-8646 Fecalmile (06) 8557 8177

«NAME_LINE_1» «NAME_LINE_2» «NAME_LINE_3»

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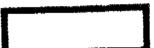
Appointment of proxy

i/We being a member/s of Plautieu Community Enterprises Limited and entitled to attend and 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 reterred to below) in it no directions are given, as my/our proxy sees fit, at the Annual General Meeting of the Company to be held at business not reterred to below) in it no directions are given, as my/our proxy sees fit, at the Annual General Meeting of the Company to be held at business not reterred to below) in it no directions are given, as my/our proxy sees fit, at the Annual General Meeting of the Company to be held at business not reterred to below and directions are given, as my/our proxy sees fit, at the Annual General Meeting of the Company to be held at business not reterred to below any adjournment of that



the Chairman of the Meeting (mark with an 'X

OR



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

Voting directions to your proxy - please mark



to indicate your directions

Ordinary Business

item 1. Receipt of financial re

Item 2. Re-election of Dractor 5 positions available

That John Martin be re-slected as a director of the Company

That Tony Outton be re-elected s a director of the Company

That Stan Book be re-slected is a director of the Company.

ected as a director of the Company. That Graham Morshall be re-

a director of the Company That Karen Sufer be elected a

as a director of the Company That Garry Hartland be elected

Item 3. Appointment of auditi

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

That the appointment of RSM aird Cameron as auditor of the Company be approved.

Against

Abstein*

"If you mark the Abstain box or a perticular 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 eigned in accordance with the instructions overleaf to enable your directions to be implemented.

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Updated October 2006

Updated October 2006