Notice of Annual General Meeting

Gympie & District Financial Services Limited A.B.N. 79113293173

To be held at 2pm on November 27 at Gympie Civic Centre, Fossikers Room, Gympie

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 Ray Bird be re-elected as a director of the Company.
- (b) That Chris Hodges be elected as a director of the Company.
- (c) That Rae Gate be elected as a director of the Company.
- (d) That David Weller 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 appointment 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 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 1 November, 2007.

A proxy form accompanies this Notice of Meeting. A member entitled to attend and vote at this meeting is entitled to appoint a proxy. This proxy need not be a member of the company.

Questions of the Auditor or the Board

Specific questions of the Auditor's Report or general questions to the Board are requested to be submitted ahead of the meeting in writing through the Secretary, not later than Wednesday 22, 2007. This will ensure an accurate answer may be reported on the day of the AGM. Question time will also be provided at the meeting with the Auditor present as well as the Board.

By order of the board

Vicki Shapcott Company Secretary 12 October, 2007

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) Ray Bird retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

Ray has been Company Chairman since the company formed.

He sits on the Governance and Audit sub-committees. He is retired.

(b) Chris Hodges has sat on the Board since 28 March, 2007 and being eligible, offers himself for election.

Chris owns a business in Kilkivan and was previously a TAFE Director.

(c) Rae Gate has sat on the Board since 28 March, 2007 and being eligible, offers herself for election.

Rae works as the Show Secretary for the Gympie Show Society and has a solid background in working with community groups.

(d) David Weller has sat on the Board since 28 March, 2007 and being eligible, offers himself for election.

David lives at Tin Can Bay and coordinates the RSL hall and the markets. He is a long time Tin Can Bay resident.

Resolution Remuneration report

To consider, and if thought fit, pass the following resolution as an ordinary resolution. That the remuneration report be adopted.

Explanatory notes

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

Proxy Form 2007 AGM

Gympie & District Financial Services Limited

ABN 79113293173				Gympie	All correspondence to: & District Financial Services Limited GPO Box 1178 Qld Australia Enquiries 07 54827535 Facsimile 07 54838380
I/We					
Of					
Appointment o	f proxy				
person is named be any business not re	low, the Chairman of the ferred to below) or, if r	the Meeting as my/our prox	ky to vote in accordan my/our proxy sees fit,	ce with directions set of at the Annual Genera	nt the person named below or, if no but below (with a discretion as to I Meeting of the Company to be g.
of the	hairman Meeting Oi with an 'X')	₹	th		the person you are appointing if e other than the Chairman of the
Voting directions to your proxy – please mark **To indicate your directions**					
Ordinary Busir	ness				For Against Abstain*
Item 1. That the financial report, directors' report and auditor's report be accepted.					
Item 2. Re-ele Ray Bird	ction and electio	n of Directors			
Chris Hodges	3				
Rae Gâté					
David Weller					
		ar item, you are directing y required majority on a pol		on your behalf on a sh	ow of hands or on a poll and your
PLEASE SIGN	HERE This s	ection <i>must</i> be signed in acc	ordance with the instr	uctions overleaf to enab	le your directions to be implemented.
Individual or Share	eholder 1	Shareholder 2		Sharehol	der 3

Director/Company Secretary

Director

Sole Director and

Sole Company Secretary

How to complete the 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.

Lodging instructions

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 2pm on 25 November). 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.

- By post or hand delivery to the Company's registered office at 68 Mary Street, Gympie, (PO Box 1178, Gympie, Qld 4570).
- [By facsimile to 07 54838380]