

**HEYFIELD & DISTRICT COMMUNITY FINANCIAL SERVICES LIMITED**  
**(ACN 094 854 949)**

**NOTICE OF ANNUAL GENERAL MEETING**

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Notice is given that an Annual General Meeting of Heyfield & District Community Financial Services Limited will be held at:

**LOCATION:** Heyfield Wetlands Centre, Traralgon - Maffra road, Heyfield

**DATE:** 30th November 2005

**TIME:** 7:30pm

**Agenda**

Ordinary Business

**1 Receipt of Financial Statements and Report**

To consider the Financial Statements and Reports of the Directors and Auditor of the Company for the year ended 30th June 2005.

**2 Election of Directors**

As the number of candidates offering themselves for election as directors does not exceed the number of vacancies on the Board, to consider and if thought fit, to pass each of the following resolutions as an ordinary resolution:

"That:

- (a) Keith Alexander Borthwick, Eric Stephen Underwood and Helen Margaret Hoppner be elected as Directors of the Company;
- (b) Martin John Swanson be elected as a Director of the Company."

**3 Appointment of Auditors**

To confirm the appointment of Richmond Sinnott & Delahunty as auditors of the company for the year ended 30th June 2006.

**4 Remuneration Report**

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

"That the remuneration report be adopted".

**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.

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*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 5:00pm on the 28th October 2005.

By order of the Board

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KEITH BORTHWICK  
Company Secretary

28th October 2005

***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) Keith Alexander Borthwick, Eric Stephen Underwood and Helen Margaret Hoppner retire by rotation in accordance with the constitution of the company and being eligible offer themselves for re-election.*
- (b) Martin John Swanson retires in accordance with Rule 52(2) of the constitution of the company and being eligible offers himself for election.*