

Notice of Annual General Meeting
Mandurah Community Financial Services Limited
ABN 56 098 081 308

To be held at 6.45pm on Wednesday 23 November 2005
At the Halls Head Sporting and Recreation Club
Lot 31 Sticks Boulevard Mandurah.

Ordinary Business

1. Chairman's Report

The Chairman, Mr. David Waddell will present his report on the operations of the Company for the year ended 30 June 2005.

2. Adoption of Accounts

To receive and consider the financial statements and reports to the shareholders comprising:-

- a) The profit and loss accounts for the year ended 30 June 2005 and balance sheet of the company as at 30 June 2005;
- b) The directors declaration and report by auditors for the financial year ended 30 June 2005
- c) The directors' report for the financial year ended 30 June 2005.

3. Election of Directors

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

- a) Karen McLennan having been appointed by the Board since the last annual general meeting, retires as director in accordance with Rule 52 (2) of the Constitution of the company, and being eligible, offers herself for re-election.
- b) Antony Solin having been appointed by the Board since the last annual general meeting, retires as director in accordance with Rule 52 (2) of the Constitution of the company, and being eligible, offers himself for re-election.
- c) Colin Frizzell having been appointed by the Board since the last annual general meeting, retires as director in accordance with Rule 52 (2) of the Constitution of the company, and being eligible, offers himself for re-election

- d) David Waddell retires by rotation in accordance with rule 62 (1) of the Constitution of the company, and being eligible, offers himself for re-election
- e) Christine Steer retires by rotation in accordance with rule 62 (1) of the Constitution of the company, and being eligible, offers herself for re-election
- f) Adam Hollyock retires by rotation in accordance with rule 62 (1) of the Constitution of the company, and does not seek re-election at the meeting.

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 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 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 21st November 2005.

By order of the Board
Adam Hollyock
Company Secretary
Dated: 14 October 2005

APPOINTMENT OF PROXY

If you are unable to attend the Annual General Meeting of Mandurah Community Financial Services Limited, and wish to appoint a proxy to attend and vote at the above meeting, please fill out this form. Once this form is completed and signed please place in the ballot box located in the Halls Head Community Bank® Branch by close of business on Wednesday, 23 November 2005.

I/We, _____ of _____
_____, a member of Mandurah Community
Financial Services Limited, appoint _____
as my/our proxy to vote at the Annual General Meeting of members to be held on
Wednesday, November 23, 2005.

Dated: _____

Signature: _____

CERTIFICATE OF WITNESS

(This certificate is to be completed only if the person giving the proxy is blind or incapable of writing. The signature of the member must not be witnessed by the person nominated as proxy.)

I _____, of _____
_____, certify that the above instrument appointing
a proxy was completed by me in the presence of and at the request of the person
appointing the proxy and read to him or her before she signed or marked at the
instrument.

Dated: _____

Signature of Witness: _____

Description: _____

Place of Residence: _____