

AGM 30/10/2008

Welcome everyone to our Seventh AGM of Mt Evelyn & Districts Financial Services Ltd, the operating Company of Mt Evelyn & Districts Community Bank® branch of Bendigo Bank.

This is our Sixth Annual Report for a full financial year of operation.

My name is Allan Grundy and I am proud to be your elected Chairman.

This is a properly constituted meeting and as such will be minuted and I confirm that a quorum is present. I now declare the meeting open for business.

Before we get into the Agenda proper, I must say that, once again, this is another “good news” AGM, and I will shortly be announcing our dividend for the year, reports on various initiatives, and also announcing our third Community Grants Program recipients.

I will take this opportunity to introduce those seated here with me, and my fellow Directors.

Our Shire of Yarra Ranges Mayor and Billanook Ward Councillor Tim Heenan. Tim is a great supporter and exponent of Bendigo Bank and Community Banking and attends and contributes to many of our activities and initiatives. Welcome Tim and many thanks to you and your colleagues.

Firstly, we have Alison Burr. Alison is our Regional Manager from Bendigo Bank. She is our “minder”, and is responsible for all of our activities, whether it be budgeting, planning, marketing, governance, H.R, branch and staff performance and so on. As I have remarked in my Annual Report, Alison has done a fantastic job for us, and with us. Welcome Alison.

Also from Bendigo Bank Regional Office we have Natalie Goold. Natalie is Customer & Community Manager and apart from being Alison’s right-hand man, she is essentially looking after Marketing & Community initiatives. Nat is also doing a great job for us. Welcome Nat.

Next we have our Branch Manager, David Watt. I cannot speak highly enough of David. His efforts and skills are magnificent and his leadership has melded a very conscientious, competent and dedicated team. His work with my Board, and his input, has been tremendous and is greatly appreciated. It is a pleasure to work with him and to support him. The number of letters, cards and the like, of thanks and appreciation is quite remarkable, and in this year’s review of branch performance, conducted by Alison for Bendigo Bank, with myself in attendance, top marks again were awarded. A fantastic effort by David and his team.

Now, my fellow Directors:

Margi Sank – our Treasurer

Jill Rule – our Vice Chair

Albert Buitenhuis – our Company Secretary

Craig Keithley
Arch Carswell
James Chapman

We also have some other special guests in attendance.

Len Cox, Councillor for Walling Ward. Welcome Len.

Gareth Little- Hales who heads the Montrose Township Group. Gareth and I are looking forward to jointly making an exciting announcement in the very near future. Terry Vail who is representing our current Auditors – Richmond, Sinnott and Delahunty.

We also have Katie Hauptmann Business Banking Manager and Rachael Cronin Financial Planner from Bendigo Bank Regional Office.

And a contingent of representatives of local Community groups and organisations here for the Grants awards, and I will introduce these people in conjunction with the Awards.

Welcome all.

As I said, the meeting is open for business and the notice of this meeting, together with attachments including the 2008 Annual Report was sent to all shareholders. Some were returned to us endorsed “not known at this address” so I urge all shareholders to keep us advised of any changes of contact details, or shareholder status.

I presume all shareholders have read their documentation, however there are spare copies available on the table by the door and would all shareholders please sign the attendance record. Thankyou.

Minutes of our last AGM held last year were approved by the Board and signed off by myself as Chairman in accordance with the provisions of Section 251A of the Corporations Act. Copies of the minutes are also available on the table. Minutes of this meeting are being taken by Melissa Guy.

Apologies and proxies. Albert, can you report on these matters please?

Okay, the Agenda!

Item 1 has been covered in welcome, introduction, apologies and proxies.

Item 2 is my Report. This is essentially what I have said in the Annual Report. Bear in mind the figures stated in the Report are pretty much redundant as they are for year ending 30th June, which is now 4 months ago.

At each AGM, I have provided details of growth figures, and comparative figures with the year before. This year, I won't detail all of this as it is in the Annual Report, however, I am delighted to announce, and this deserves a round of applause for our branch team, that our current “accounts value” figure is \$112 Million. The total number of accounts held is in excess of 5700.

It is now almost 3 years that we have been in operating profit. This means that our stated charter of rewarding our shareholders and the Community, providing that

unforeseen circumstances prevented it, is now the norm. And I am delighted to announce that the fully franked dividend for the year is 12.3% . This dividend will be paid to all shareholders who have a holding as at 1st September 2008 and will be paid on, 1st December 2008 or soon after. Margi will give a brief “snapshot” regarding our dividends shortly, together with an update on BSX.

In regard to rewards to the Community, we have, after this evening’s Grants awards, given a \$517609 in the form of grants and sponsorships, the majority since we attained operating profit, some 3 years ago. On a personal note, this has been one of my great pleasures, being able to help, support, sponsor etc those individuals, groups and organisations that have a worthy need, and are a little “cash strapped”. Also we will have given \$758220 in total for grants, sponsorships and dividends.

We are very conscious of maintaining a high level of customer service at the branch and we have employed Customer Service Supervisor, Leanne Vaytauer. Leanne has fitted in very well with the team, so welcome aboard to Leanne.

Our growth has indeed been very pleasing and of course we are a part of Bendigo Bank’s network, which is now truly national. Bendigo’s growth has been quite phenomenal, and Bendigo enjoys the highest customer satisfaction of any Bank in Australia. 2008 has seen Bendigo’s 150th birthday, and 10th birthday of the first Community Bank® branch and our sixth birthday.

Every year I have said the same about Bendigo Bank and I’ll say it again this year in that I have nothing but the highest praise and admiration for them. We have a fantastic relationship with them that is of the highest degree and they are an excellent partner.

Alison and Natalie, on behalf of David, our Board and staff, would you once again pass on our sincere thanks and appreciation.

Winding up my report, I can confidently say we are doing very well. The future looks extremely promising, we have the very best team at the branch, a dedicated and responsible Board of Directors, and the best possible partner in Bendigo Bank.

Item 3

Is Ordinary Business and the first part is to receive and adopt the Annual Report for year ending 30th June 2008.

For shareholders only:

Are there any questions or comments on the Report?

I put the motion that the Report be accepted. Is there a seconder?

Those in favour, please raise your hand. (Motion carried).

Item 3 continued –

Election of Directors

I confirm that the election or re-election of Directors is in accordance with Rule 62 of the Company Constitution.

We have three Directors retiring by rotation and who offer themselves for re-election.

Firstly, we have Jan Simmons

I put the motion that Jan be re-elected as a Director of the Company.

Is there a seconder?

Those in favour, please raise your hand.

(Motion carried).

Secondly, we have Albert Buitenhuis

I put the motion that Albert be re-elected as a Director of the Company.

Is there a seconder?

Those in favour, please raise your hand.

(Motion carried.)

Thirdly, we have Arch Carswell

I put the motion that Arch be re-elected as a Director of the Company.

Is there a seconder?

Those in favour, please raise your hand.

(Motion carried).

We also need to ratify the appointment of our new Director James Chapman. The Board accepted an application from James in December 2007 and we thoroughly support and endorse his application. James would you like to say a few words please?

I put the motion that James be elected as a Director of the Company.

Is there a seconder?

Those in favour please raise your hand.

(Motion Carried.)

Item 3 also

The appointment of Auditors.

We have employed our Auditors, Richmond, Sinnott & Delahunty since inception of the Company. This was decided on following advice from Bendigo Bank, our founding Solicitor, and other Community Bank® companies. We have found their work and reports etc to be of the highest professional degree, at reasonable cost, and they are specialists in our field.

I therefore put the motion that our current Auditors be re-appointed.

Is there a seconder?

Those in favour, please raise your hand.

(Motion carried).

Terry, please pass on our thanks and appreciation to your colleagues.

I must take this opportunity to thank our own Audit Sub-committee of Margi, Jill, Craig and myself and also a tremendous input from David.

The last part of General Business is for the consideration of Director Remuneration. The proposal I put to shareholders is for ratification for Director Remuneration and not for specific amounts as this would be variable. I feel I've covered the proposal quite adequately in my letter to shareholders which accompanied the Annual Report. However, a couple of shareholders have expressed their views of the proposal and therefore this maybe a contentious issue. I therefore invite any shareholder questions or comments from the floor to the Board prior to me putting forward the motion.

I put the motion that the Board proceeds with a Director Remuneration policy. If the motion is passed, the Board will develop and instigate a Policy with strict guidelines and adherence to Director's duties and obligations. The remuneration amounts will vary from year to year, but must be affordable after all other considerations. The amounts will be clearly detailed in each and every Annual Report.

I therefore put the motion.

Is there a seconder?

Those in favour please raise your hand.

Those against please raise your hand.

(Motion Carried.)

Item 4

Special Announcements.

Partnership Forum. This initiative involves essentially the collaboration of the region's **Community Bank** ® branches, Bendigo Bank Regional Office, Shire of Yarra Ranges, State and Federal Governments. The partnership evaluates and participates in (where appropriate) projects that are of benefit to the wider community. An obvious advantage of this scheme is the broader range of funding availabilities and a much larger scope of projects we may be able to address. A program that eventuated from early discussion of the forum was the recent highly successful "Ban the Bulb" program.

Joint Sponsorship Program. We have joined in an arrangement with other **Community Bank** ® branches in our region and Bendigo Bank Regional Office whereby we evaluate and participate in (where appropriate) joint sponsorships of programs and initiatives that support the wider community.

Community Grants Program This program has been established to seek applications for grants for registered charitable organisations and not-for-profit community groups and organisations who are working to benefit, develop and enhance the Mt Evelyn and Districts and community.

Share Registry Provider

Recently you would have received correspondence from Richmond Sinnott Delahunty advising that they had been appointed Share Registry Provider. This appointment came about due to our previous provider, Computershare, opting to no longer provide the Registry services we require such as the issuing of dividend payments.

And now for the Treasurer's Report, and I have great pleasure in handing over to Margi, who once again has done a fantastic job for us during the year.

Thanks Margi.

Item 5 are our Guest Speakers.

Tim Heenan is our first guest speaker and I invite Tim to say a few words.

Thanks Tim

Alison Burr our Bendigo Bank Regional Manager is our next guest speaker. Thanks Alison.

And our next guest speaker is our Branch Manager, David Watt. Part of David's talk will be about our Youth Affairs Program and he will pass on to Lucas Barklett from Bridgebuilders. Thanks David.

Item 6 on the Agenda is our Grants Presentation. Prior to the actual presentations, I have invited Phil Comport, Principal of Mt Evelyn P.S to give us a brief insight into how last years grant assisted the school and the students.

Thanks folks, and now for our Grants Presentations

I consider our Grants Program to be a huge milestone in our support for our Community. I wish to thank BB and CEF for their invaluable support and assistance.

The Grant applications were of an extremely high quality in that a lot of thought, honesty, consciousness and supporting material went into them. All applications were considered on the same criteria, with an emphasis shown for our local Community. Of course we had a budget to work to, and of the 17 applications received and evaluated, we are able to assist 16. Of the 16, we have decided to assist 14 with a Grant via the Foundation, and 2 with Sponsorship funding.

There is no need for me to say what amount was requested in each application, but rather to announce the amount of grant awarded.

So without any further ado, it gives me great pleasure, on behalf of my Board, David and Staff, to announce our 2008 Grant recipients. I ask each recipient, as they are called, to come forward to accept their Grant, and to remain for a group photo.

Ladies and gentlemen, the total of tonight's Grants and sponsorships is \$95,376.00. So how about a huge round of applause for our recipients.

Item 7 is Question time.

If anyone has a question, please raise your hand and when asked, please stand and state your name.

Thank you to everyone for coming along. I now have pleasure in declaring this meeting closed, and I now invite everyone to join me for drinks and snacks and a special thanks to Colleen, Cathy and Carmel for putting on supper.

Allan Grundy
Chairman
Mount Evelyn and Districts Financial Services Ltd