

Notice of Annual General Meeting

Rosewood & District Financial Services Limited
A.B.N. 62 115 218 472

**To be held at 10.00am on Monday 20th November 2006
at Rosewood Uniting Church Hall, John St, Rosewood**

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 2006.

2. Appointment of auditor

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

That the appointment of David Hutchings of Andrew Frewin & Stewart (AFS) as auditor of the Company be approved.

3. 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.

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. A member entitled to attend and vote at this meeting is entitled to appoint a proxy. The proxy need not be a member of the Company. *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 10.00 am on 20th November 2006.

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 to PO Box 213, Rosewood, 4340 by Monday 13 November 2006 at 9.00 am. 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



Melissa Kay McGeary
Company Secretary
16th October 2006

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: Appointment of auditor

Item 2 is an ordinary resolution to seek your approval for the appointment of Mr David Hutchings of Andrew Frewin & Stewart (AFS) as the Company's auditor.

The Board has received David Hutchings' of Andrew Frewin & Stewart's (AFS) consent to act and written notice of Eirys Heit's nomination as auditor from a shareholder.

David Hutchings of Andrew Frewin & Stewart's (AFS), 61-65 Bull Street, Bendigo, Victoria, 3550 was appointed as auditor of the company when it was formed on 11 July 2005. The Board has been very satisfied with his performance.

The appointment of David Hutchings of Andrew Frewin & Stewart (AFS) requires approval of shareholders under the Corporations Act.

Agenda item 3: Remuneration report

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.

***** For Catering purposes please RSVP by Wednesday 15 November 2006
by phoning the branch on 54 642 503 *****