Notice of Annual General Meeting

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

To be held at 6.00 pm on 18th November 2009
At Rosewood Uniting Church Hall

Ordinary Business

1. Receipt of Annual Report

To receive the Company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2009.

2. Remuneration Report

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

That the remuneration report be adopted.

3. Election of Directors

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.

(a) That Kathleen Maree Lenihan be re-elected as a Director of the Company.

(b) That Brian Maxwell Nash be re-elected as a Director of the Company.

(c) That Stuart Walton Bede Ross be re-elected as a Director of the Company.

(d) That Alan Leslie Price be re-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.

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 2.00 pm on 16 November 2009.

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. 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.

Notice of Annual General Meeting

By order of the Board

Helen Suthers
Company Secretary
19 October 2009

Explanatory Notes

This information has been included to assist you in making an informed decision about the resolutions proposed at the meeting.

Agenda item 3. Election of Directors

The following information is provided about candidates for election to the Board.

(a) Kathleen Maree Lenihan retires by rotation in accordance with the constitution of the Company, and being eligible, offers herself for re-election.

(b) Brian Maxwell Nash retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

(c) Stuart Walton Bede Ross retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

(d) Alan Leslie Price retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

Full Annual Report

The full Annual Report is now available electronically on the Company's website and can be accessed via the Community Tab:

http://www.bendigobank.com.au

The hard copy of the Annual Report will also be available for collection at the Annual General Meeting or alternatively can be collected from the Branch.

Proxy form

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

All correspondence to:
Rosewood & District Financial Services Limited
GPO Box 213
Rosewood Qld 4340 Australia
Enquiries 07 5464 2503
Facsimile 07 5464 2504

<Name Member>
<Address>
<Address>
<Suburb, State Postcode>

Mark this box with an 'X' if you have made any changes to your address details (see reverse)

Appointment of proxy

I/We being a member/s of **Rosewood & District Financial Services Limited** and entitled to attend the vote appoint the person named below or, if no person is named below, the Chairman of the Meeting as my/our proxy to vote in accordance with directions set out below (with a discretion as to any business not referred to below) or, if no directions are given, as my/our proxy sees fit, at the Annual General Meeting of the Company to be held at **Rosewood Uniting Church Hall** on **18th November 2009** at **6:00 pm** and at any adjournment of that Meeting.

The Chairman of the Meeting (mark with an 'X')   OR   Write here the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

Voting directions to your proxy

Please mark with 'X' to indicate your directions

Ordinary Business	Accept	Decline	Abstain*
Item 1. Receipt of Financial Report, Director's Report and Auditor's Report			
Item 2. Receipt of Remuneration Report			
Item 3. Re-election of **Kathleen Maree Lenihan as director**			
Item 3. Re-election of **Brian Maxwell Nash** as director			
Item 3. Re-election of **Stuart Walton Bede Ross** as director			
Item 3. Re-election of **Alan Leslie Price** as director			

*If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in working out the required majority on a poll.

PLEASE SIGN HERE

This section MUST be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Shareholder 1	Shareholder 2	Shareholder 3
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Proxy form

How to complete this 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 of 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.

How to complete this Proxy form

This Proxy Form (and any Power of Attorney under which it is signed) must be received by the Company not later than **2pm on 16th November, 2009**. 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:

Post or hand delivery
To the Company's registered office at **30A John Street, Rosewood, Qld, 4340**

Facsimile
To fax number **07 5464 2504**

Electronic lodgement – e-mail to anita.carpenter@bendigobank.com.au