
TOODYAY & DISTRICT COMMUNITY FINANCIAL SERVICES LIMITED
ABN 67 090 105 249
NOTICE OF ANNUAL GENERAL MEETING

The sixth Annual General meeting of Shareholders of Toodyay & District Financial Services Limited will be held at the Toodyay Community Centre on Tuesday, 1 November 2005 at 7.00pm.

AGENDA

Ordinary Business

1. Chairperson's Report

The Chairperson, Mr. Greg Downie will present his report on the operation 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: -

- 2.1 The profit and loss accounts for the year ended 30 June, 2005 and the Balance Sheet of the Company as at 30 June, 2005;
- 2.2 The Director's declaration and report by auditors for the financial year ended 30 June 2005.
- 2.3 The Directors report for the financial year ended 30 June 2005.

3. Election of Directors

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

- 3.1 That Mr. Paul Michael who retires from office by rotation in accordance with Rule 62 of the Constitution, being eligible, be re-elected as a Director of the company.
- 3.2 That Mr. Rob Welburn who retires from office by rotation in accordance with Rule 62 of the Constitution, being eligible, be re-elected as a Director of the company.
- 3.3 That Mr Greg Downie who retires from office by rotation in accordance with Rule 62 of the Constitution being eligible, be re-elected as a Director of the Company.

4. General Business

To consider the payment of a dividend to shareholders in the 2005/06 financial year.

5. Appointment of Auditor

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

That the appointment of RSM Birca as Auditor of the Company be approved.

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

That an annual reserve of \$20,000 be established to compensate directors of the company for the work performed for the company. Directors would be compensated for the time they are occupied on company business which encroaches on their day to day employment or free time. The Chairman and Secretary, in particular, are required to spend several hours each week in company business and fair compensation for their time and expertise. It is anticipated that the company will receive the best results from the efforts of the directors. It is anticipated that no director would receive more than \$3,000 per annum with non-officer directors receiving \$1,000 for time and expertise.

7. Adoption of New Constitution

To consider, and if thought fit, pass the following resolution as a special resolution: That the Constitution contained in the document submitted to the meeting and initialled by the Chairman for the purposes of identification be adopted in substitution for and to the exclusion of the existing constitution of the Company.

Attending the meeting

All Shareholders may attend the Annual General Meeting.

In the case of joint shareholders, all holders may attend the Meeting and only one holder attends (including by proxy), the joint holder whose name appears first in the register may vote. A corporate shareholder may appoint one or more persons as its representative under the Corporations Act, but only one representative may exercise the corporate shareholder's powers at any one time. The Company requires written evidence of 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 person whose name appears in the register as at [time] on [date].

A proxy form accompanies this Notice of Meeting. A member entitled to attend the Meeting is entitled to appoint a proxy. The proxy need not be a Shareholder of the Company.

By order of the board



Philip Lawton

Company Secretary
24 October 2005

To consider any other business that may lawfully be brought forward by or on behalf of the Company.

Toodyay & Districts Community Financial Services Limited
108 Stirling Terrace
TOODYAY WA 6566

PROXY FORM

I/We
of
hereby appoint
of
or failing him/her
of

or failing him/her the Chairperson as my/our proxy and on my/our behalf at the Annual General Meeting of the Company to be held 22nd November 2005 at 7.00 pm.

I/We direct that my/our proxy vote as indicated below.

If you wish to direct your proxy how to vote with respect to the proposed resolutions, please indicate the manner in which your proxy is to vote by placing an “X” in the appropriate box below otherwise your proxy is to vote as he/she thinks fit.

Agenda Item No.		For	Against	Abstain
1	Acceptance of Chairpersons report			
2	Adoption of financial report			
3.1	Re-election of Mr P Michael			
3.2	Re-election of Mr. R Welburn			
3.3	Re-election of Mr G Downie			
5	Adoption of Auditor			
6	Adoption of motion re Director’s remuneration			
7	Adoption of motion re change of constitution to comply with BSX regulations.			

Toodyay & Districts Community Financial Services Limited
108 Stirling Terrace
TOODYAY WA 6566

IF THE MEMBER IS A COMPANY

Executed by:

..... Signature of Director Signature of Director
..... Name of Director Name of Director

Dated this day of 2005

IF THE MEMBER IS AN INDIVIDUAL MEMBER OR JOINT HOLDERS

..... Usual Signature Usual Signature
..... Name (Please Print) Name (Please Print)

Dated this day of 2005

PLEASE ENSURE THAT BOTH PAGES OF THIS PROXY FORM ARE COMPLETED AND RETURNED BUT ONLY IF YOU WISH TO APPOINT A PROXY TO VOTE FOR YOU.

- Proxies
- A member entitled to attend and vote is entitled to appoint a proxy to attend and vote in his/her stead. That person need not be a member of the company, but should be a natural person over the age of 18 years. Forms must be returned or received by facsimile transmission (08 9574 4222) at the Registered Office of the Company not less than 48 hours before the timing of the meeting.
 - The proxy form must be signed personally by the shareholder or his attorney, duly authorised in writing. If a proxy is given by a corporation, the proxy must be executed under either the common seal of the corporation (if required) or under hand of the appropriate offices of the Company or its duly authorised attorneys.
 - If the proxy is also a shareholder, the proxy can cast any votes the proxy holds as a shareholder in any way that the proxy sees fit.