

**Toodyay & Districts Community
Financial Services Limited**

**Bendigo
Bank**

20/11/08

BSX – ATTENTION: JANE POLLARD

FAX NO: (02) 4929 1556

NSX Limited

3 PAGES IN TOTAL

National Stock Exchange

Ground Floor, 410 Collins Street

MELBOURNE VIC 3000

Dear Jane

As per our discussions yesterday and this morning, please find the following;

- 1) Minutes of our Annual General Meeting 2008 (2 pages)

Resolutions – Show of Hands FOR & ABSTAINED have been noted.

Regards



Fiona Orr

Board Assistant

Toodyay & Districts Community Financial Services Limited

FAXED
20/11/08
9.50 am.

Toodyay & Districts Community Financial Services Limited

**Bendigo
Bank**

Minutes of Annual General Meeting

Held on 28 October 2008

Toodyay Community Centre Stirling Terrace Toodyay

Opening

The Chairman opened the meeting at 7.02 PM and confirmed that a quorum was present and declared the Meeting open for business.

Notice of Meeting

The notice convening the Annual General Meeting was taken as read.

Minutes of previous Annual General meeting

The Chairman reported that the Minutes of the previous Annual General Meeting of members of Toodyay & Districts Community Financial Services Limited held on 30 October 2007 were approved by the Board and signed by the Chairman in accordance with the provisions of section 251A of the Corporations Act and should any member wish to inspect those Minutes, copies are available for that purpose.

Resolution - Show of hands FOR: 30 + 16 proxy votes = 46
ABSTAINED: NIL

Proxies

The Chairman reported that the Company had received 16 valid proxy forms.

Annual Report

The Company's Financial Report for the year ending 30 June 2008 and the Director's Report and the Auditor's Report were tabled and considered, with the opportunity to answer questions submitted to the Auditor under section 250PA of the Corporations Act.

The Auditor noted that no questions had been received.

Resolution - Show of hands FOR: 30 + 16 proxy votes = 46
ABSTAINED: NIL

108 Stirling Terrace, Toodyay WA 6566 ABN 67 090 105 249
Franchisee of Bendigo and Adelaide Bank Limited ABN 11 068 049 178 AFSL 237879

(519478) (08/08)

T&DCFSL 2008 AGM MINUTES PAGE 2 OF 2./

Remuneration Report

It was resolved that the Remuneration Report be adopted by the meeting.

Resolution - Show of hands FOR: 30 + 16 proxy votes = 46
ABSTAINED: NIL

Election of Directors

It was resolved that Vicki Wesley be elected as a Director of the Company.

Resolution - Show of hands FOR: 30 + 16 proxy votes = 46
ABSTAINED: NIL

It was resolved that Gregory Downie and Richard Dymond be re-elected as Directors of the Company.

Resolution - Show of hands FOR: 30 + 16 proxy votes = 46
ABSTAINED: NIL

Appointment of Auditor

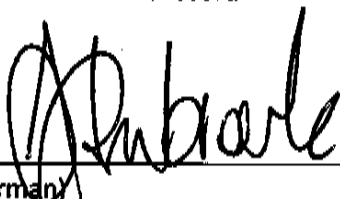
It was resolved that the appointment of RSM Bird Cameron as Auditor of the Company be approved.

Resolution - Show of hands FOR: 30 + 16 proxy votes = 46
ABSTAINED: NIL

Close of Meeting

There being no further business the Meeting then closed.

Signed as a correct record



(Chairman)

Date 20/11/2008