Bendigo Bank

13 May 2011

SIM Venture Securities Exchange Limited
Via FAX: (02) 4929 1556

Dear Sir / Madam

Re: Wantirna Community Financial Services Limited

Further to your letter of the 5th May 2011, we enclose Minutes of the Annual General Meeting for Wantirna Community Financial Services Limited held on the 9th November 2010. The minutes record that there were seven valid proxy notices received.

All of the proxies were voted in favour of all of the resolutions shown in the minutes.

All of the resolutions were passed on a unanimous show of hands. There were no abstentions and none of the resolutions were opposed.

I am sorry that you have not earlier received the minutes and information on the resolutions.

Yours faithfully

Garry H. Grace
Chairman
Wantirna Community Financial Services Limited

Per:

encl.

Wantirna Community Financial Services Limited ABN 43 118 000 230
Franchisee of Bendigo and Adelaide Bank Limited ABN 11 068 049 178 AFSL 237879
Shops 5-6 Wantirna Mall, 348 Mountain Highway, Wantirna VIC 3152 Phone 03 9720 4122 Fax 03 9720 7866

WANTIRNA COMMUNITY FINANCIAL SERVICES LTD

ABN 43 118 000 230

Minutes of the Annual General Meeting 2010

Held on Tuesday 9th November, 2010 at the Knox Presbyterian Church, Thaxted Parade, Wantirna Vic 3152

Present: **WCFSL Directors:** Garry Grace (Chairman), Rowland Ward (Deputy Chairman), Sharon O'Malley (Treasurer), Judy Blizzard (Company Secretary), Bob Scott, Gary Tor, Frank Kruize, John Katselas, Innes Russell

WCFSL Minute Taker: Ellie Heald

WCB Staff: Steve Wright (Branch Manager)

Bendigo Bank: Natalie Goold (for Regional Manager)

AFS & Associates: David Hutchins (Auditor)

WCFSL Shareholders: Per attached list

Apologies: Anna Ward, Laurie Hargrave

Opening: Chairman Garry Grace welcomed all present and introduced the Board members. The Chairman then 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. The Chairman noted that there had been short delivery of the Notice of Meeting which may not have been in accordance with the Corporations Act and that this meeting accepts that the time for delivery is abridged and that this meeting should proceed on the present notice.

Minutes of previous AGM: The minutes from 2009 were signed by Garry Grace, accepted and approved by the Board. Copies are available on request.

Proxies: The Secretary reported that the company had received (7) valid proxy forms before the official closing time. The Annual Report was circulated to all.

Annual Report: The Company's financial report for the year ended 30th June 2009 and the Director's Report and the Auditors report were tabled for consideration with an opportunity for questions to be put to the Board and the Auditor. The Chairman read the annual report to those in attendance and commented on the company's performance over the last year. The Chairman stated that their relationship with the Bendigo Bank and State Support is excellent.

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The Chairman made mention of a dividend payable in March 2011
The involvement with the local community is ongoing with the Chronic Fatigue Syndrome, sponsorships and community engagements.
Also noted were several changes to the Board and with regret the resignation of our Treasurer, Tom Spiesser as a Board Member
He also thanked the members of the Board for their help.
The Chairman invited questions from shareholders on the report and any other matters.

There was one question from a shareholder on the difference between a Community Bank, BBL Company owned site and a private franchise. The Chairman and Deputy Chairman answered the question.

The Chairman formerly moved that the Annual Report be received and accepted, seconded Helen Mc Mullen.

Remuneration Report: The Remuneration Report was included within the Annual Report and was read by the Chairman. The Chairman proposed a motion that the Remuneration Report be approved. The Remunerate Report was then approved by the meeting.

Branch Managers Report: The Branch Manager welcomed all present and made thanks to his staff and the Board and spoke briefly on his role as Manager and the internal workings of the branch, about shareholder returns, the growth of the branch and the good relationship that the bank has with local groups in the area. He also mentioned that over 50% of shareholders have accounts with the bank and that the branch had lost a staff member, first change in staff in 4 years as the staff team is quite stable

Election of Directors: Under the current form of constitution for Community Bank® companies the annual retirement of one-third of Directors is required each year. Robert Scott, Judy Blizzard and Rowland Ward retired and offered themselves for re-election.

The Chairman proposed all motions for re-election and included the election of a new Director, Sharon O'Malley as Treasurer to the Board

A motion was put forward that Robert Scott be re-elected, all in favour, carried. A motion was put forward that Judy Blizzard be re-elected, all in favour, carried. A motion was put forward that Rowland Ward be re-elected, all in favour, carried.

The Chairman spoke briefly on the new Director and put the motion that Sharon O'Malley be formerly appointed to the Board subject to due diligence, police check etc, all in favour, carried

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Regional Managers report: Natalie Goold on behalf of Marisa Dickins congratulated and thanked on behalf of the Bendigo Bank, the shareholders, customers, the Board and Steve Wright and commented on another great year. Natalie spoke on community support to all schools, clubs and associations. She gave an update on Community Bank® network. Two hundred and fifty nine Community Banks® open nationally in every state with sixty five new ones underway. $17.8 billion total over Australia, $40 million gone back to local communities, $14.7 million paid in dividends, $277.4 million profit – 60% up on previous period, 11 thousand new customers.

Business Development Committee: Rowland spoke briefly and asked 'what does the community want, is there a special project? – if any ideas come to mind please let us know. He spoke on how the bank works, dividends and about sponsorships for clubs and community activities and community partners.

Close Meeting: There being no further business, the Chairman closed the meeting at 7.40 and invited all to light refreshments

Garry H. Grace
Chairman

Judy Blizzard
Company Secretary