

South Burnett Community Enterprises Limited

ACN: 57 113 889 768

Minutes of Fifth Annual General Meeting

Held at 7:00pm on 17th November 2010
at Yarraman Memorial Hall, Browne St Yarraman QLD 4614

Opening

The Chairman 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 advised that the Company Secretary had circulated the minutes of the previous general meeting of members of South Burnett Community Enterprises Limited on 10th November 2009. The Company Secretary confirmed that the minutes had been approved by the Board and signed by the Chairman in accordance with the provisions of section 251A of the Corporations Act. Questions regarding the minutes were invited from the floor.

Proxies

The Secretary reported that the Company had received 27 valid proxy forms.

Annual Report

The Company's Financial Report for the year ended 30 June 2010 and the Directors' Report and the Auditor's report were tabled and considered, with an opportunity for questions to be put to the auditor.

The auditor was provided with an opportunity to answer questions submitted to the auditor under section 250PA of the Corporations Act. The auditor noted that no questions had been received.

IT WAS RESOLVED that the Financial Report, Director's Report and the Auditor's Report be received

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 27 Proxy votes exercisable by all proxies validly appointed.
- 19 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- Nil proxy votes specified that the proxy was to abstain on the resolution
- 8 proxy votes specified that the proxy was to vote at the proxy's discretion

Remuneration report

IT WAS RESOLVED that the remuneration report be adopted by the meeting.

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Appointment of Directors:

a) ratification of appointment of Directors;

IT WAS RESOLVED that the appointment of Jeffrey Bruce Connor as a Director of the Company be ratified;

b) appointment of directors retiring by rotation

IT WAS RESOLVED that Jeffrey Bruce Connor be re-elected as a Director of the Company;

IT WAS RESOLVED that David Francis Robison be re-elected as a Director of the Company;

IT WAS RESOLVED that James Alan Beveridge be re-elected as a Director of the Company;

Under Section 251AA of the Corporations Act it is reported as follows:

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- 19 proxy votes specified that the proxy was to vote for the resolution
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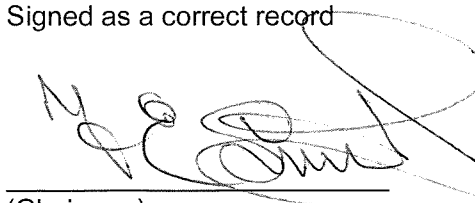
Appointment of Auditor

IT WAS RESOLVED that Mr Graeme Stewart be appointed as the Company's Auditor.

Close of meeting

There being no further business the meeting then closed.

Signed as a correct record



(Chairman)

 7/12/2010

Date