

**ANNUAL GENERAL MEETING
DROUIN AND DISTRICT FINANCIAL SERVICES LTD.
TUESDAY 19th NOVEMBER 2003**

1/- Present

Bruno Perciso, Ken Roberts, David Wouters, Dennis Gleeson, Lyn & Chris Arnup, Tony King, Terry Williamson and Terry McRory (secretary)

Guests,

Chris Harrison, (Community Branch Manager) and Bill den Hartog (Relationship Manager Community Banking Partnerships South Eastern Victoria)

Apologies:- Neil Brennan, Val Peacock and Leanne Bateson Wally and Jean Jackson

2/- Shareholders and Guests were welcomed by the Chairman.

3/- The Chairman confirmed there was quorum present and declared the meeting opened.

4/- Chairman confirmed that the Notice for Meeting was issued to all Shareholders in accordance with the Company's Constitution and Corporation Law.

5/- Chairman confirmed that the Minutes of the previous Annual General Meeting were reviewed by himself shortly following the 2002 Annual General Meeting and were signed as an accurate record of the proceedings and resolutions of the 2002 Annual General Meeting.

6/- Chairman's Report. Chairman congratulated Chris Harrison on his appointment as manager and expressed his appreciation to the staff and Chris for the wonderful job they are doing. The board made the decision to purchase the Banking premises. This was offered to the Board at cost price and the owner carried the cost of construction until the building was completed. On our first anniversary the Bank had \$30 million in business. The celebrations for this milestone went well. A Community Clock was installed and this was a gift from the Bank. There was some criticism over this but it was only minor.

Growth is in line with the Budget and the Board, staff and the Bank are to be commended. On June 30th 2002 the number of transactions on the ATM was 2551. This increased to 5006 on June 30th 2003. Accounts numbered 1923 in June 2002 and 3252 in 2003. Business was \$15.493 million as at 30-06-2002 and \$36.448 in 2003. Congratulations again to the staff, shareholders, the community and the Board for an excellent year.

.7/- Business Requiring Voting by Members.

(a) Adoption of Accounts;

The Chairman presented the Financial Report together with the Auditor's Report and Opinion thereon for the year ended 30 June 2003. When submitted it was then proposed *that the Financial report of the Company together with the Auditor's report for the year ended 30 June 2003 that it be resolved that the Financial Report and the Auditor's Report be received and accepted.*

Moved Len Peacock. Seconded Leo Dooren. Carried.

(b) Election of Directors.

I have pleasure in announcing that Wilfred Phillip Tampaline and Kim David Rees have nominated in accordance with the Company's Constitution and are eligible for election and Terrence Williamson and Dennis Gleeson who retired by rotation in accordance with the Company's Constitution and are eligible for re-election. As there are only four positions to be filled and there were no further nominations I call for Messrs Tampaline, Rees, Williamson and Gleeson to be declared as Directors. Moved David Piggin Seconded Reg Lockwood. Carried.

© Branch Manager's Report. Chris Harrison.

I started as the manager of Drouin 12 months ago and I have 30 years banking experience behind me. The different outlook and approach by the Bendigo Bank have impressed me. It is good to see the whole concept of the Bank being embraced by customers and non-shareholders. My gratitude goes to the shareholders who take the time to clear around the premises and who do the gardening. Also to those who recognise how the Bank is going and supply cakes and show interest in the Staff. The Bank is approaching the next milestone of \$45 million in business. The current balance is \$44.6 Million. Challenging targets are set and usually met. We now have a new staff member in Helen Cobbledick. I publicly thank the Staff for their friendly and excellent customer service. My thanks also go to the Board for their support and to Bill ven Hartog for his advice and excellent support. Shareholders should continue their support by telling their family and friends about the Bank.

(d) Accountant's Report. David Wouters.

Firstly my thanks to Bruno and the Board for the past two years. Unfortunately I am unable to attend Board Meetings and regrettably had to resign. Company Loss for 2002 was \$95660 and 2003 was \$33071. With depreciation, intangible non cash items there would have been a profit of \$15500. There has been a surplus for the last six months and a profit in excess of \$200,000 has been budgeted for 2004. The Board will make decisions regarding dividends, provisions superannuation, Long Service Leave, etc (to be set aside) and amount to be distributed to the Community

(e) Bendigo Bank Bill ven Hartog.

Congratulations to the Board, Staff and the Shareholders for getting behind this concept. The \$44 million business in two years is a record. Bendigo Bank's profit was \$59 million and Community Banks provided \$1.9 million of this. Community Banks have put back \$1.4 million into the community. There is now \$3.7 billion in business through Community Banks. The one hundredth branch was opened at San Remo on 30-06-2003. There will be 117 branches opened by Christmas with another 20 this financial year. Forty branches are making a profit. Because of our strong people base we are able to offer discount Telephone. All Communication businesses offered to join. Three companies already on board with Telecom winning the business in Bundaberg. Currently business is for Long Distant and Mobile. Local calls are being looked at.

8/-General Business – Questions. Chairman advised that no further business can be legally brought forward but invited questions regarding management of the company or to raise other matters of interest.

David Piggin asked if there is an opportunity to buy additional shares.

Yes, but only when and if available. Tony King suggested that a written request be made to the board. This request will then be noted.

David also asked what number of shares you could hold. Maximum was 5000 but now 10000.

Is the Building paid off. No. It is being paid off with monthly payments and will be paid in full at the Boards discretion. Tony King said the Board has done very well considering the current property climate.

Len Peacock expressed surprised that Directors received no pay and covered their own expenses. Chairman confirmed that is correct and will not be considered until at least Profit sharing begins.

Chairman apologised for an oversight and requested the reappointment of the Auditor. Moved Len Peacock and Seconded Ian Sutherland.

Meeting Closed. 8.40 P.M.

B Peacock

*This is an accurate record of
the proceedings and resolutions of
the 2003 Annual General Meeting.*

B Peacock