

NOTICE OF ANNUAL GENERAL MEETING

Balmain Rozelle Financial Services Ltd

ABN 95112 711 654

**To be held at 6.30pm on Monday, 28 November 2016
The Royal Oak Hotel, Curtis Road Balmain**

Ordinary Business

1. Receipt of Annual Report

To receive the Company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2016.

2. Election of new Directors

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.

- (a) That Peter English be re-elected as a Director of the company
- (b) That Greg Pattison be elected as Director of the company
- (c) That Richard Shaw be elected as a Director of the company
- (d) That Cliff Phillipiah be elected as a Director of the company
- (e) That John Fara be elected as a Director of the company

Attending the meeting

All shareholders may attend the Annual General Meeting.

Joint holders: In the case of joint shareholders, all holders may attend the Meeting. If only one holder attends (including by proxy), that shareholder may vote at the meeting as if that holder were solely entitled to the shares. If more than one joint holder is present (including by proxy), the joint holder whose name appears first in the register may vote.

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.

Corporate shareholder: A corporate shareholder may appoint one or more persons to act as its representative under section 2500 of the Corporations Act, but only one representative may exercise the corporate shareholder's powers at any one time. The company requires written evidence of a representative's appointment to be given to the company before the meeting.

NOTE NEW ADDRESS

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ABN 95 112 711 654

Franchisee of Bendigo and Adelaide Bank ABN 11 068 049 178

AFSL 237879



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 persons who are registered as shareholders as at 7 November, 2016.

By order of the Board

Richard Shaw
Company Secretary
1 November 2016

Explanatory Notes

This information has been included to assist you in making an informed decision about the resolutions proposed at the meeting.

Agenda item 2. Election of Directors

The following information is provided about candidates for election to the Board.

- (a) The Board recommends that Greg Pattison be elected to the Board.

Greg has over 40 years experience in executive and general management roles in manufacturing, wholesaling, photo finishing and finance. Prior to retirement he spent 20 years with the NSW Business Chamber holding several positions. His role involved the establishment of the largest sector New Apprenticeships Centre in NSW, a WHS and workers compensation policy and the delivery of industrial relations services to members. Greg has held a number of directorships during his career. He has been a Balmain resident for over 34 years. He holds a B. Comm (Econ) and an MBA.

- (b) The Board recommends that Richard Shaw be elected to the Board

Richard has 30 years experience in financial services and banking having held operational, senior management and executive positions. He is currently consulting as a business advisor to SME's. During his career, he has held roles as portfolio accountant, certified financial planner, stockbroker, mortgage lender, practice development manager, general manager and head of advice. Richard holds an MBA (Executive), Master of Business Coaching, Governance & Risk Management Certification and is a Certified Financial Planner. He is a member of the Australian Institute of Company Directors, the Financial Planning Association of Australia, the Governance Institute and is a Justice of the Peace. Richard has been a resident in the area for 37 years

- (c) The Board recommends that Cliff Phillipiah be elected to the Board.

With over 20 years' experience in Marketing, Cliff has worked on the major branding & repositioning of Heineken beer in the Asia-Pacific region, the highly-awarded 2000 Olympic campaign for Westpac Banking Corporation & consulted on several projects with the NSW TAB, APN News & Media & other Big 4 Banks.

Cliff currently works as a Senior Photographic Correspondent for a global news service and is an Executive on the P&C of his children's school in Balmain; being a Balmain resident for 15+ years, he is a strong advocate of the community spirit that the Balmain/Rozelle Peninsula encapsulates.

(d) The Board recommends that John Fara be elected to the Board.

John is a director of Fiducia Advisors Pty Ltd an accounting and business services firm in Rozelle. He is a Fellow of CPA Australia, Fellow of the Taxation Institute of Australia and Chartered Tax Advisor. He has over 20 years experience in commerce and the accounting profession . He holds a Bachelor Degree in Commerce and a Graduate Diploma in Advanced Taxation from the University of New South Wales. John is a past President of CPA Australia NSW Division, and has held roles including as member of the small business taskforce, liaison to and member of the NSW Public Practice Committee and Chair of the Young Professionals Committee. He is currently the CPA Australia representative on the Joint State Tax Liaison Committee. John has served as an executive officer of the Balmain Rozelle Chamber of Commerce.

(e) The Board recommends that Peter English be re-elected to the Board

Peter has 34 years experience in retail banking with branch, area, regional and senior management roles. For the past 17 years he has been with the Bendigo & Adelaide Bank in the Community Bank Department. Peter is currently Senior Manager - Community Bank Analytics & Support responsible for monitoring, analysing, reporting and supporting 314 Community Bank branches nationally. Peter is the past president of both the Bendigo Agricultural Society and the Polwarth Sheep Breeders Assoc. of Australia. Other community involvement includes the Bendigo Retail Traders Assoc., the Bendigo Chamber of Commerce and a number of livestock/agriculture groups and committees. Peter has a Diploma of Business Studies/Accounting.

ANNUAL REPORT

A Notice to all Shareholders as at 7 November 2016:

Please note that you have a preference on how to receive this year's and future Annual Reports. You may access your Annual report through the Balmain Rozelle Community Bank website or request a copy of the Annual Report be sent to you by mail.

- To access the Annual Report via our website, please visit the following link and click on "Investor Relations":

<https://www.bendigobank.com.au/public/community/our-branches/balmain-rozelle>

If you choose to access your Annual Report via the website, we will not send out a hard copy of to you by mail until you advice otherwise. This will save on printing costs to the shareholders.

- If you would like to receive your Annual Report via mail, please tick this box and return this page to the address below.

Balmain Rozelle Community Bank
600 Darling Street
Rozelle, NSW 2039