

Notice of Annual General Meeting

Buninyong & District Financial Services Ltd
A.B.N. 63 137 673 388

To be held at 7pm on 27 November 2013
at Buninyong Town Hall

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 2013 which is available from our branch website www.bendigobank.com.au/buninyong under Investor Relations.

2. Election of Directors

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

Re-election of Director appointed since last Annual General Meeting

(a) That **Neil John Blanchard** be elected as a Director of the company.

Re-election of Director retiring by rotation

(b) That **John Kennedy Emery** be elected as a Director of the company.

(c) That **Ronald Leslie Delaland** be elected as a Director of the company.

Election of new Director

(d) That **Sonia Naomi Smith** be elected as a Director of the company.

3. Appointment of Auditor

To consider, and if thought fit, pass the following resolution as an ordinary resolution.

That the appointment of **Graeme Orr of MOR Accountants** as Auditor of the company be approved.

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 250D 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.

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 **5pm on 22/11/13**.

By order of the Board



Neil John Blanchard
Company Secretary
30/10/13

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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.

Re-election of Director appointed since last Annual General Meeting

(a) **Neil John Blanchard**, having been appointed by the Board since the last Annual General Meeting, retires in accordance with the constitution of the company, and being eligible, offers himself for election.

Re-election of Director retiring by rotation

(b) **John Kennedy Emery** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.

(c) **Ronald Leslie Delaland** retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for re-election.

Election of New Director

(d) **Sonia Naomi Smith** has not previously served as a Director, and offers herself for election.

Sonia is a current Board member for Ballarat Business Women; skill and experience include Bachelor of Law from Melbourne University, membership of Ballarat and District Law Association, Victorian Farmers Federation Farm Business and Regional Development Council, and National Rural Law Association.

The Board recommends the election of Sonia Naomi Smith as a director

Agenda item 3. Appointment of Auditor

Item 3 is an ordinary resolution to seek your approval for the appointment of **Graeme Orr of MOR Accountants** as the company's Auditor.

The Board has received **Graeme Orr's** consent to act as Auditor of the Company.

The appointment of **Graeme Orr of MOR Accountants** requires approval of shareholders under the Corporations Act.

MOR Accountants are a local Ballarat based firm established over thirty years ago. The firm has continued to grow and at present has 6 Partners and employs around 35 staff who service clients in areas including accounting and business services, assurance, taxation and financial services. We know that more than 90% of our clients come to us because of recommendations from our existing clients. We are committed to maintaining the standards that led to that recommendation.

Graeme Orr was admitted as a Chartered Accountant in 1983 and has over 20 years in the Ballarat market. As well as being a registered company auditor, Graeme is also a qualified financial planner and registered tax agent. Relevant experience includes work with not-for profits includes Grampians Medicare Local, North Ballarat Football & Sports Clubs, KIDS Foundation and numerous community organisations. Graeme also provides many business and private clients with assistance and maintains a strong understanding of financial and investment arrangements as a financial planner.