

Notice of Annual General Meeting

Forrestfield & Districts Community Financial Services Limited

ABN 94 094 967 978

TIME: 7.00pm (WST)
DATE: 15 November 2022
PLACE: Assembly Hall
Heritage College Perth
339 Hawtin Road
Forrestfield WA 6058

This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

The Company's 2022 Annual Report can be accessed on the Company's website at <http://www.bendigobank.com.au/public/community/our-branches/forrestfield/investor-relations> or alternatively by requesting a hard copy from the Company Secretary.

Should you wish to discuss any matter please do not hesitate to contact the Company Secretary by telephone on 0438 662 445.

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IMPORTANT INFORMATION

TIME AND PLACE OF MEETING

Notice is given that the Annual General Meeting of the Shareholders to which this Notice of Meeting relates will be held at 7.00pm (WST) on 15 November 2022 at:

Assembly Hall
Heritage College Perth
339 Hawtin Road
Forrestfield WA 6058

YOUR VOTE IS IMPORTANT

The business of the Annual General Meeting affects your shareholding and your vote is important.

VOTING ELIGIBILITY

The Directors have determined pursuant to Regulation 7.11.37 of the *Corporations Regulations 2001 (Cth)* that the persons eligible to vote at the General Meeting are those who are registered Shareholders at 7.00pm (WST) on 13 November 2022.

VOTING IN PERSON

To vote in person, attend the Annual General Meeting at the time, date and place set out above.

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.

VOTING BY PROXY

To vote by proxy, please complete and sign the enclosed Proxy Form and return by the time and in accordance with the instructions set out on the Proxy Form.

In accordance with section 249L of the *Corporations Act 2001*, members are advised that:

- each Shareholder has a right to appoint a proxy;
- the proxy need not be a Shareholder of the Company; and
- a member entitled to attend and vote at the Meeting may appoint one proxy. A proxy need not be a shareholder of the Company. A proxy may be an individual or a Company.

New sections 250BB and 250BC of the *Corporations Act 2001* apply to voting by proxy and appointments of proxies respectively on or after 1 August 2011. Shareholders and their proxies should be aware of these changes to the *Corporations Act 2001*, as they will apply to this General Meeting. Broadly, the changes mean that:

- if proxy holders vote, they must cast all directed proxies as directed; and
- any directed proxies which are not voted will automatically default to the Chair, who must vote the proxies as directed.

Further details on these changes are set out below.

Proxy vote if appointment specifies way to vote

Section 250BB (1) of the *Corporations Act 2001* provides that an appointment of a proxy may specify the way the proxy is to vote on a particular resolution and, if it does:

- the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way (i.e. as directed); and
- if the proxy has 2 or more appointments that specify different ways to vote on the resolution – the proxy must not vote on a show of hands; and
- if the proxy is the chair of the meeting at which the resolution is voted on – the proxy must vote on a poll, and must vote that way (i.e. as directed); and
- if the proxy is not the chair – the proxy need not vote on the poll, but if the proxy does so, the proxy must vote that way (i.e. as directed).

Transfer of non-chair proxy to chair in certain circumstances

Section 250BC of the *Corporations Act 2001* provides that, if:

- an appointment of a proxy specifies the way the proxy is to vote on a particular resolution at a meeting of the Company's members; and
- the appointed proxy is not the chair of the meeting; and
- at the meeting, a poll is duly demanded on the resolution; and
- either of the following applies:
 - the proxy is not recorded as attending the meeting;
 - the proxy does not vote on the resolution,

the chair of the meeting is taken, before voting on the resolution closes, to have been appointed as the proxy for the purposes of voting on the resolution at the meeting.

CORPORATE SHAREHOLDERS

Corporate shareholders who wish to appoint a representative to attend the meeting on their behalf must provide that person with a properly executed letter or other document confirming that they are authorised to act as the corporate shareholder's representative. The authorisation may be effective either for this meeting only or for all meetings of Forrestfield & Districts Community Financial Services Ltd. Shareholders can request for the "Appointment of Corporate Representation" form from the Company Secretary.

ORDINARY BUSINESS

1. Financial Reports

To receive the Company's Financial Report, Directors' report and the Auditor's report for the financial year ended 30 June 2022.

Note: There is no requirement for shareholders to approve these reports.

2. Resolution 1 – Re-election of Director – Dr Brian Gordon

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

“That, for the purpose of clause 62 of the Constitution and for all other purposes, Dr Brian Gordon, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

3. Resolution 2 – Re-election of Director – Mrs Colleen Bitmead

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

“That, for the purpose of clause 62 of the Constitution and for all other purposes, Mrs Colleen Bitmead, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

Dated: 12 October 2022

By Order of the Board



Elizabeth Lee
Company Secretary

EXPLANATORY STATEMENT

Introduction

The purpose of this Explanatory Statement is to provide information, which the Board believes is material to Shareholders in relation to the Resolutions. The Explanatory Statement explains the Resolutions and identifies the Board's reasons for putting them to Shareholders.

This Explanatory Statement and the Proxy Form are part of this Notice of Meeting.

Terms and abbreviations used in this Notice of Meeting are defined in the Glossary.

Agenda Item 2 & 3: Resolutions 1 & 2 – Re-election of Director

Clause 62 of the Constitution provides that:

- (a) at the Company's annual general meeting in every year, one-third of the Directors (other than the Managing Director), or, if their number is not a multiple of 3, then the number nearest one-third (rounded upwards in case of doubt), must retire from office.
- (b) The Directors to retire at an annual general meeting are those who have been longest in office since their last election, but, as between persons who became Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by ballot.
- (c) A Director who retires by rotation under clause 62 of the Constitution is eligible for re-election.
- (d) In determining the number of Directors to retire, no account is to be taken of:
- (e) a Director who only holds office until the next annual general meeting pursuant to clause 52(2) of the Constitution; and/ or
- (f) a Managing Director,

each of whom are exempt from retirement by rotation. However, if more than one Managing Director has been appointed by the Directors, only one of them (nominated by the Directors) is entitled to be excluded from any determination of the number of Directors to retire and/or retirement by rotation.

The Company currently has 4 Directors and accordingly 2 must retire.

Dr Brian Gordon and Mrs Colleen Bitmead, Directors longest in office since the last election, retire by rotation and seek re-election.

A brief biography of both Dr Brian Gordon and Mrs Colleen Bitmead is set out in the Company's 2022 Annual Report.

The Board supports the re-election of Dr Brian Gordon and Mrs Colleen Bitmead pursuant to Resolution 1 & 2.

Enquiries

Shareholders are requested to contact the Company Secretary, on 0438 662 445 if they have any queries in respect of the matters set out in these documents.

GLOSSARY

Annual General Meeting means the meeting convened by the Notice of Meeting.

Board means the current board of directors of the Company.

Chair means the chair of the Meeting.

Company means Forrestfield & Districts Community Financial Services Ltd (ACN 094 967 978).

Constitution means the Company's constitution.

Corporations Act means the *Corporations Act 2001 (Cth)*.

Director or **Directors** means the current directors of the Company.

Explanatory Statement means the explanatory statement accompanying the Notice of Meeting.

Notice of Meeting or **Notice** means this notice of Annual General Meeting including the Explanatory Statement and Proxy Form.

Proxy Form means the proxy form accompanying the Notice.

Resolution means the resolution set out in the Notice of Meeting, or any one of them, as set out in the Notice of Meeting and further explained in this Explanatory Statement.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means a holder of a Share.

WST means Western Standard Time as observed in Perth, Western Australia.

PROXY FORM

Lodge your vote to:

The Company Secretary
Forrestfield & Districts Community Financial Services Ltd

By delivery:

c/- Shop 6/7 Forrestfield Forum
fbccorporatesec@gmail.com
20 Strelitzia Ave
Forrestfield WA 6058

By post:

c/- Shop 6/7 Forrestfield Forum
20 Strelitzia Ave
Forrestfield WA 6058

By email:

*** For your vote to be effective it must be received by 7.00pm on Sunday 13 November 2022, being 48 hours before the commencement of the Meeting. Proxy Forms received later than this time will not be valid.**

How to Vote on Items of Business

Your securities will be voted in accordance with your directions or, in the absence of directions, and subject to the relevant laws, as the proxy thinks fit.

Appointment of Proxy

Each Shareholder entitled to attend and cast a vote at the Meeting has a right to appoint a proxy to attend and vote on their behalf.

Completion of a Proxy Form will not prevent individual Shareholders from attending the Meeting in person if they wish. Where a Shareholder completes and lodges a valid Proxy Form and attends the Meeting in person, then the proxy's authority to speak and vote for that Shareholder is suspended while the Shareholder is present at the Meeting.

Voting of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box, your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

A proxy need not be a securityholder of the Company.

Signing Instructions

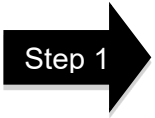
Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director, who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone, Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign on the appropriate place to indicate the office held. Delete titles as applicable.

Please mark to indicate your directions.



Step 1 Appoint a Proxy to /Vote on Your Behalf

I/We ¹ _____

of _____

being a Shareholder/Shareholders of the Company and entitled to one vote in the Company, hereby appoint ² _____

or failing the person so named or, if no person is named, the Chair, or the Chair’s nominee, as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at Assembly Hall, Heritage College Perth, 339 Hawtin Road, Forrestfield 6058 Western Australia, Australia on Tuesday, 15 November 2022 at 7.00pm, and at any adjournment thereof in the manner indicated below or, in the absence of indication, and subject to the relevant laws, as the proxy thinks fit.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.



Step 2 Items of Business

		For	Against	Abstain
Resolution 1	Re-election of a Director – Dr Brian Gordon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Re-election of a Director – Mrs Colleen Bitmead	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and that your shares are not to be counted in computing the required majority on a poll.

Authorised signature/s: This section **must** be signed in accordance with the instructions above to enable your voting instructions to be implemented.

Individual or Shareholder

Sole Director and Sole Company Secretary

Shareholder 2

Director

Shareholder 3

Director/Company Secretary

_____ Contact Name

_____ Contact Daytime Telephone

_____ Date

¹ Insert name and address of shareholder

² Insert name and address of proxy

*Omit if not applicable