

# Notice of Annual General Meeting

**Meander Valley Financial Services Limited**  
**A.B.N. 27 111 858 078**

**To be held at 6:30pm on Thursday 15 November 2018**  
**at Deloraine Football Clubrooms, East Westbury Place, Deloraine**

## 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 2018.

### 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 retiring by rotation

- (a) That **Andrew Raymond Johnston** be elected as a Director of the company.
- (b) That **Carmen Elizabeth Cresswell** be elected as a Director of the company.
- (c) That **Laura Jane Richardson** be elected as a Director of the company.

### 3. Remuneration of Company Secretary

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

That an honorarium of \$6000.00 to be paid to the Company Secretary in recognition of the regulatory requirements of the position be approved.

The company will disregard any votes cast (in any capacity) on item 3 by or on behalf of a member of key management personnel (which includes Directors) unless the vote is cast as proxy for a person entitled to vote in accordance with a direction on the proxy form.

### 4. Directors Privilege Package

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

Approve the adoption of the Community Bank® Directors Privilege Package.

The company will disregard any votes cast (in any capacity) on item 3 by or on behalf of a member of key management personnel (which includes Directors) unless the vote is cast as proxy for a person entitled to vote in accordance with a direction on the proxy form.

## 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 **5:00pm on 12 November 2018**.

By order of the Board

**Melinda Norton**

Company Secretary

**12 October 2018**

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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 retiring by rotation

- (a) **Andrew Raymond Johnston** 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.
- (b) **Carmen Elizabeth Cresswell** 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 herself for election.
- (c) **Laura Jane Richardson** retires by rotation in accordance with the constitution of the company, and being eligible, offers him/herself for re-election.

**Andrew Johnston** has extensive experience in primary production. He manages a mixed farming enterprise, is a member of the Rotary Club of Deloraine, a Director of Wool Producers Australia and Member of the Wool Council for Tasmania for Tasmanian Farmers and Graziers Association.

**Carmen Cresswell** is the owner of a White Suffolk Sheep stud and farms alongside her family. She is the current vice-president of the Deloraine Show Society and has sat on a number of local sporting group committees. Extensive administration experience in previous employment.

**Laura Richardson** has wide experience in administration, customer service and governance. She has had lengthy involvement in a number of community organization within the Meander Valley area. Laura is a foundation Director and the current Company Chair of Meander Valley Financial Services.

## Agenda item 3. Company Secretary Remuneration

Item 3 is an ordinary resolution to seek your approval **for an honorarium of \$6000.00 to be paid to the Company Secretary** in recognition of the regulatory requirements of the position. The Board will review amount paid to the Company Secretary annually.

## 4. Directors Privilege Package

Item 3 is an ordinary resolution to seek your approval for the adoption of **the Community Bank® Directors' Privileges package**. The package is available to all directors who can elect to avail themselves of the benefits based on their personal banking with the Deloraine & Districts Community Bank®. There is no requirement to own BEN shares and there is no qualification period to qualify to utilize the benefits. The package mirrors the benefits currently available to Bendigo and Adelaide Bank shareholders