

Notice of Annual General Meeting

NorCen Financial Services Limited
A.B.N. 32 119 493 13

To be held at 6:00pm on Monday 20th November 2023 upstairs at 59 High Street, Wallan, also available virtually via Zoom.

(email secretary@norcen.com.au to register attendance and to receive the Virtual AGM Zoom link)

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 2023.

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 **Kathleen Holland** be elected as a Director of the company.
- (b) That **Wally Mott** be elected as a Director of the company.

- (c) That **Ortensio Caroli** be elected as a Director of the company.

3. Remuneration

To consider, and if thought fit, pass the following resolution as an ordinary resolution.
That the Directors remuneration noted in the annual report be accepted.

4. Appointment of Auditor

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

That the appointment of AFS & Associates Pty Ltd (Andrew Frewin Stewart) with Joshua Griffin as the lead Auditor of the company be approved.

Attending the meeting

NorCen Financial Services Limited is holding their AGM both in room and virtually this year to ensure the safety of all participants during this time. All shareholders may attend the Annual General Meeting in person or online via Zoom.

To register to attend and receive the Zoom link to access the AGM online please email the Company Secretary at secretary@norcen.com.au.

Shareholders can submit their vote prior to the meeting by returning their completed proxy form.

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Joint holders: In the case of joint shareholders, all holders may attend the Virtual AGM Meeting. If only one holder attends (including by proxy), that shareholder may vote at the Virtual AGM 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 Virtual AGM, you are entitled to appoint a proxy to attend online 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 Virtual AGM, shares will be taken to be held by the persons who are registered as shareholders as at 5:00pm on Thursday 16th November 2023.

Only those shareholders who have registered prior and received the Zoom link will be able to attend the Virtual AGM and vote on the night.

By order of the Board of Directors of NorCen Financial Services Limited.

Sue Marstaeller

Company Secretary
NorCen Financial Services Limited
5th October 2023

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) retires Kathleen Holland by rotation in accordance with the constitution of the company, and being eligible, offers herself for re-election.

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

(c) Ortensio Caroli retires by rotation in accordance with the constitution of the company, and being eligible, offers himself for election.