Palerang Financial Services Ltd

Notice of Annual General Meeting

Palerang Financial Services Ltd - ABN 83 097 801 100

To be held at 6.30pm on Thursday 26 November 2026

at the Braidwood Servicemen's Club, 15 Victory Street, Braidwood NSW

Ordinary Business

Chairperson's Report, presented by Garry Cook

Senior Manager's Report, presented by Jack Agland

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 2026.

Election of Directors

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.
Resolution 1(a): *That **Richard Elliott,** retiring in accordance with Rule 66 of the Constitution and being eligible, be re-elected as a Director of the company.*
Resolution 1(b): *That **Garry Cook**, retiring in accordance with Rule 66 of the Constitution and being eligible, be re-elected as a Director of the company.*
Resolution 1(c): *That **Rhyll Tozer,** retiring in accordance with Rule 66 of the Constitution and being eligible, be re-elected as a Director of the company.*
Resolution 1(d): *That **Carmen Byrne,** having been appointed by the Board during the year pursuant to Rule 56(2) of the Constitution and being eligible, be elected as Director of the company.*

Re-appointment of Auditor

To consider, and if thought fit, pass the following resolution as an ordinary resolution.
Resolution 2: *That the re-appointment of **AFS, Chartered Accountants** as Auditor of the company be approved.*

Director Remuneration

To consider and, if thought fit, pass the following resolution as an ordinary resolution:
Resolution 3: *That, in accordance with Rule 57 of the Constitution, the total remuneration payable to the Directors of Palerang Financial Services Limited for their services as Directors be fixed at an aggregate maximum amount of $61,000 per annum, plus statutory superannuation contributions and payroll expenses, and that, pursuant to Rule 78 of the Constitution, the Directors be authorised to determine the manner in which that aggregate amount is apportioned among themselves (including additional amounts for the Chair or other office-holders), with effect from the date of shareholder approval. For the avoidance of doubt, this amount is exclusive of reimbursement of reasonable travel, accommodation and other expenses payable under Rule 57(2) of the Constitution.*

Shareholder Questions

Shareholders are invited to ask questions of the Board and the Auditor relating to the Company's operations and financial statements.

Community Contributions Reports

Braidwood Community Funding Report presented by Richard Elliott

Bungendore Community Funding Report presented by Christine Allard

Scholarship Program Report presented by Jillian Kuchel

Community Achiever Award

Voting Information

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 may appoint a proxy to attend and vote on your behalf. Proxy forms must be received by the Company no later than **5.00pm on Tuesday, 24 November 2026.**

Corporate shareholder: Corporate shareholders may appoint a representative in accordance with the Corporations Act. Written evidence of the appointment must be provided 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 those persons registered as shareholders as at **5.00pm on Tuesday, 24 November 2026**.

By order of the PFSL Board
Susanne Pluess
Company Secretary
October 2026

Explanatory Notes

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

Election of Directors

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

(a) **Richard Elliott** retires by rotation in accordance with rule 66 of the Constitution of the company and, being eligible, offers himself for re-election. Richard joined the Board in May 2019 and is the current Chair of the Braidwood Community Funding Committee.
(b) **Garry Cook** retires by rotation in accordance with rule 66 of the Constitution of the company and, being eligible, offers himself for re-election. Garry joined the Board in June 2019 and is the current Chair of the Board, the Chair of the Marketing and Communications Committee, a member of the Finance and HR Committee and a member of the Bungendore Community Funding Committee.

(c) **Rhyll Tozer** retires by rotation in accordance with rule 66 of the Constitution of the company and, being eligible, offers herself for re-election. Rhyll joined the Board in July 2017 and is the current Treasurer of the Board.
(d) **Carmen Byrne** was appointed by the Board during the year pursuant to Rule 56(2) of the Constitution and now offers herself for election by shareholders. She is a member of the Governance & Risk Committee and the Braidwood Community Funding Committee.

Appointment of Auditor

The Board recommends the re-appointment of AFS Chartered Accountants as Auditor of the Company. AFS Chartered Accountants has acted as auditor of the Company since 2019.

Director Remuneration

The Board is seeking shareholder approval to introduce remuneration for Non-Executive Directors.

The proposed aggregate remuneration pool is **$61,000 per annum**. If approved, the Board will determine the allocation of remuneration between Directors, including any additional amount payable to the Chairperson in recognition of the additional responsibilities of that role.

The Board obtained legal advice regarding the proposed remuneration framework. The advice confirmed that shareholder approval should be sought by ordinary resolution and that an aggregate remuneration pool with Board discretion as to allocation is an appropriate structure under the Constitution.

In considering the proposal, the Board reviewed benchmarking data from comparable Community Bank companies and assessed the governance, regulatory and compliance responsibilities of Directors. The Board considers the proposed remuneration pool to be reasonable and appropriate having regard to the responsibilities of the role.

Any remuneration approved by shareholders will commence from the date of shareholder approval and will not be backdated. Directors who are shareholders have indicated that, as a governance measure, they intend to abstain from voting on this resolution.