

Rosewood & District Financial Services Ltd
ABN 62 115 218 472
Trading as Rosewood & District Community Bank Branch Bendigo Bank

Minutes of the Annual General Meeting held Wednesday 8 November, 2017 commencing at 6:01 pm

Attendees:

Directors: Alan Price (Chair), Stuart Ross (Vice Chair), Eirys Heit (Treasurer), Penni Boughen (Secretary), Kathleen Lenihan, Brian Nash, Lisa Blake, Bruce Richards

Shareholders: Pam Wiegand, Arnold and Joyce Rieck, Pat Lenihan, Bernadette Lenihan, Spencer and Wendy Yarrow, Greg and Jenny Simmons, Robert Carro (proxy), Lyall McEwin (Cabanda Care Inc.)

Staff and Visitors: Elizabeth Pomery, Amy Goodwin, Michael List, Mrs Carro

Apologies: Adrienne Holzapfel, Emily Phillips, Erin Turner, Ron and Jenny Shaw, Clyde Nicoll.

Opening

The chairman welcomed 23 attendees that included 15 shareholders. With joint ownership and shareholders with more than one shareholding, there were 15 eligible votes.

Chairman introduced the Board in attendance, staff and visitors, and confirmed apologies as above.

Proxies and Quorum

The Secretary reported that the number of valid proxy forms received at the registered office of the Company by 2.00 pm on the 6 November, 2017 was 17.

The Chairman confirmed that a quorum was present and declared the meeting open for business.

Notice of meeting

The notice convening the Annual General Meeting was taken as read.

Minutes of previous Annual General Meeting

The Chairman reported that the minutes of the previous General Meeting of members of Rosewood & District Financial Services Limited held on 9 November, 2016 were approved by the Board and signed by the Chairman in accordance with the provisions of section 251A of the Corporations Act and that should any member wish to inspect those minutes, a copy was available for that purpose.

Addresses

Chairman's address: Alan Price thanked Stuart Ross, the board's Vice-Chair, for stepping into the Chair's role at meetings and writing the Chairman's report for the Annual Report, whilst he had been unavailable this past year due to ill-health. Alan also thanked former branch manager Lisa Blake, who finished up in her role on Friday 3rd November, for her contribution to the business. He also announced that Lisa had been voted onto the board so she could continue to support the Rosewood and district community.

Finally, the Chair announced that Rosewood & District Financial Services would be paying shareholders a 7¢ fully franked dividend in February 2018.

Branch manager's address: Lisa spoke of her time at the Rosewood branch and the difficult decision it was for her to leave. But, she was approached to take on this new job which allowed her to follow her personal passion. She also highlighted the branch's achievements of the past year and provided an update on staff movements.

The Chairman opened the floor to discussion.

Annual Financial Report

Chairman advised that the first item of business is consideration of the Company's Financial Report for the year ended 30 June 2017, Directors' Report and Auditor's Report.

The Chairman asked for someone to move the motion that the three reports be adopted by the meeting.

Motion was moved by Brian Nash. Seconded by Stuart Ross.

The Chairman opened the floor to discussion on the Company's Financial Report, Director's Report, Auditor's report and management of the company.

There were no questions or comments on the Annual Report.

A Poll was conducted and the Returning Officer was Michael List, Regional Manager for South West Queensland, Bendigo and Adelaide Bank Limited.

The result of the **Annual Financial Report** poll was: For – 15 Against – 0 Abstained - 0.

17 proxy votes were exercised by all proxies validly appointed. The total number of proxy votes in respect of which the appointments specified were: For – 17 Against – 0 Abstained – 0.

The Returning Officer declared the resolution carried.

As Chairman Alan Price was up for re-election as a Director of the company the meeting was handed over to Director Eirys Heit for the Election of Directors.

Election of Directors

Re-Election of Director retiring by rotation:

The next resolution concerned the election of Alan Leslie Price. Alan Price a director, retired in accordance with the Company's Constitution and being eligible, offered himself for re-election.

A poll was conducted and the Returning Officer was Michael List, Regional Manager for South West Queensland, Bendigo and Adelaide Bank Limited.

The result of the poll was: For – 15 Against – 0 Abstained – 0.

17 proxy votes were exercised by all proxies validly appointed. The total number of proxy votes in respect of which the appointments specified were: For – 17 Against – 0 Abstained – 0.

The Returning Officer declared the resolution carried.

Re-Election of Director retiring by rotation:

The next resolution concerned the election of Bruce Edward Richards. Bruce Richards a director, retired in accordance with the Company's Constitution and being eligible, offered himself for re-election.

A poll was conducted and the Returning Officer was Michael List, Regional Manager for South West Queensland, Bendigo and Adelaide Bank Limited.

The result of the poll was: For – 15 Against – 0 Abstained – 0.

17 proxy votes were exercised by all proxies validly appointed. The total number of proxy votes in respect of which the appointments specified were: For – 17 Against – 0 Abstained – 0.

The Returning Officer declared the resolution carried.

Re-Election of Director retiring by rotation:

The next resolution concerned the election of Penni Boughen. Penni Boughen a director, retired in accordance with the Company's Constitution and being eligible, offered herself for re-election.

A poll was conducted and the Returning Officer was Michael List, Regional Manager for South West Queensland, Bendigo and Adelaide Bank Limited.

The result of the poll was: For – 15 Against – 0 Abstained – 0.

17 proxy votes were exercised by all proxies validly appointed. The total number of proxy votes in respect of which the appointments specified were: For – 17 Against – 0 Abstained – 0.

The Returning Officer declared the resolution carried.

Ballot papers were passed to the secretary to be destroyed.

"Be the Change" presentation

Based on Bendigo and Adelaide Bank's new "Be the Change" advertising campaign, Eirys Heit presented a slide show on the \$70,337 support Rosewood & District Financial Services has provided to Cabanda Care, the local, community run, aged-care facility.

During the presentation Joyce Rieck, a company shareholder and former board member of Cabanda Care, spoke of the history of the organisation and how it has grown into the area's largest employer. Lyall McEwin, the chairman of Cabanda Care, then formally addressed the meeting and spoke about the business, its future plans, and thanked the Community Bank® for its support over the years.

Director Eirys Heit handed the meeting back to Alan Price.

Close of meeting

There being no further business the meeting then closed at 6:54 pm.

The chairman, Alan Price, invited Regional Manager for South West Queensland, Michael List, to address the meeting.

Attendees were invited to stay on for supper and fellowship.

Signed as a correct record



Alan Price (Chair)

Date:

22/2/18