

Notice of Annual General Meeting

Warrandyte Community Financial Services Limited

A.B.N. 70 102 635 147

To be held at 6.30pm on 17 November 2025

Warrandyte Sports Club, Taroona Avenue, Warrandyte, VIC 3113

Ordinary Business

1. Receipt of Financial Statements and reports

To receive the company's Financial Report, the Director's Report and the Auditor's Report as set out in the Annual Report for the year ended 30 June 2025. Note that no resolution is required for this item.

2. Election and Re-election of Directors

To consider, and if thought fit, to pass each of the following resolutions as an ordinary resolution.

- (a) That **Anna Cross (Sever)** be elected as a Director of the company.
- (b) That **Wai Chung (Ronnie) Cheung** be elected as a Director of the company.
- (c) That **Aaron Farr** be re-elected as a Director of the company.
- (d) That **Emma MacDougal** be re-elected as a Director of the company.
- (e) That **Timothy Evans** be re-elected as a Director of the company.

3. Payment to Directors

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

To increase the maximum payment to non-executive directors to \$4,000 per financial year, with the amount payable dependent on the director's role and contingent on meeting specific attendance criteria.

Attending the Annual General 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 join the virtual 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, shareholders will be taken to be those persons who are registered as members as at 5.00pm on 13 November 2025.

By order of the Board

Jacqui Thompson

Company Secretary

6 October 2025

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 and Re-election of Directors

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

- a) Anna Cross (Sever), having been appointed to the Board since the last Annual General Meeting, retires in accordance with Rule 52(2) of the Company's constitution. Anna is a lifelong learner with an extensive academic foundation, holding an MBA from Melbourne Business School, a Graduate of the Australian Institute of Company Directors (GAICD), and a Master of Education Management from The University of Melbourne. Alongside two other degrees, I have pursued advanced studies at NYU Stern and the Harvard Graduate School of Education, continually striving to push the boundaries of my own knowledge.
- b) Wai Chung (Ronnie) Cheung, having been appointed to the Board since the last Annual General Meeting, retires in accordance with Rule 52(2) of the Company's constitution. Ronnie has extensive experience in investment, financial management, sustainability assessment, risk management, regulatory compliance, and corporate governance. Advised governments and NGOs on responsible investing, social impact, ESG, sustainability, internal control, risk management, governance, and regulatory reporting. Ronnie is GAICD, CPA Australia, Chartered Financial Analyst, FCCA, BBA (Hons).
- c) Aaron Farr retires in accordance with Rule 62(1) of the Company's Constitution. Aaron is an experienced lawyer and holds the following professional qualifications: B. Comm., Grad Dip LP, LL.B.
- d) Emma MacDougal retires in accordance with Rule 62(1) of the Company's Constitution. Emma is an experienced lawyer and holds the following professional qualifications: B.A., LL.B., LL.M.
- e) Timothy Evans retires in accordance with Rule 62(1) of the Company's Constitution. Tim is a senior corporate & franchise executive, a Director at Fone Zone (Telstra subsidiary) and holds the following professional qualification: GAICD

Agenda item 3: Payment to Directors

Non-executive directors are currently entitled to receive a maximum payment of \$2,000 per financial year to cover reasonable expenses incurred to fulfill the role of director for Warrandyte Community Financial Services Limited. The actual amount payable is dependent on the director's role and contingent on meeting specific attendance criteria. The current limit was approved at the Annual General Meeting in November 2009 and has remained unchanged since that time.

The Board is now proposing to increase the maximum payment to \$4,000 per financial year. This proposed adjustment reflects the increased out-of-pocket costs, commitments and responsibilities required by directors in overseeing the company, the strategic direction and governance obligations. The increase is intended to ensure that directors are adequately supported in fulfilling their duties.