

South Burnett Community Enterprises Limited

ACN: 57 113 889 768

Minutes of Ninth Annual General Meeting

held at 7:00pm on 11th November 2014
at Yarraman Memorial Hall, Browne St Yarraman QLD 4614

Opening

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 confirmed that the minutes of the previous Annual General Meeting held on 12th November 2013 had been approved by the Board and signed by the Chairman in accordance with the provisions of section 251A of the Corporations Act. Copies of the minutes of the 2013 AGM were circulated for perusal at the meeting.

Proxies

The Company Secretary reported that the Company had received 4 valid proxy forms.

Annual Report

The Company's Financial Report for the year ended 30 June 2014 and the Directors' Report and the Auditor's report were tabled and considered, with an opportunity for questions to be put to the Auditor.

The Auditor was provided with an opportunity to answer questions submitted to the Auditor under section 250PA of the Corporations Act. The Auditor noted that no questions had been received.

IT WAS RESOLVED that the Financial Report, Director's Report and the Auditor's Report be received

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 4 Proxy votes exercisable by all proxies validly appointed.
- 1 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- Nil proxy votes specified that the proxy was to abstain on the resolution
- 3 proxy vote specified that the proxy was to vote at the proxy's discretion

Appointment of Directors retiring by rotation:

As the Chairman was retiring by rotation and offering himself for re-election, he vacated the Chair. The Company Secretary took the Chair to conduct the election.

IT WAS RESOLVED that Noel Leslie Strohfeld be re-elected as a Director of the Company;

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 4 Proxy votes exercisable by all proxies validly appointed.
- 1 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- Nil proxy votes specified that the proxy was to abstain on the resolution
- 3 proxy votes specified that the proxy was to vote at the proxy's discretion

IT WAS RESOLVED that Brenton Lester McLennan be re-elected as a Director of the Company;

Under Section 251AA of the Corporations Act it is reported as follows:

- There were 4 Proxy votes exercisable by all proxies validly appointed.
- 1 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- Nil proxy votes specified that the proxy was to abstain on the resolution
- 3 proxy votes specified that the proxy was to vote at the proxy's discretion

The Chairman resumed the Chair.

Remuneration report

IT WAS RESOLVED that the remuneration report be adopted by the meeting.

Under Section 251AA of the Corporations Act it is reported as follows:

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- 1 proxy votes specified that the proxy was to vote for the resolution
- Nil proxy votes specified that the proxy was to vote against the resolution
- Nil proxy votes specified that the proxy was to abstain on the resolution
- 3 proxy votes specified that the proxy was to vote at the proxy's discretion

Appointment of Auditor

It was resolved that subject to Australian Securities and Investment Commission approval, the firm Andrew Frewin Stewart be appointed as Auditor of the Company.

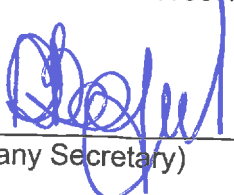
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Close of meeting

There being no further business the meeting then closed.

Signed as a correct record



(Company Secretary)

04-12-2014
Date