Notice of Annual General Meeting

South Burnett Community Enterprises Limited
A.B.N. 57 113 889 768

To be held at 7:00 pm on Tuesday 6th November 2018
at Yarraman Memorial Hall, Browne St Yarraman QLD

Ordinary Business

1. Receipt of Annual Report

To receive the Company's Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2018.

2. Election of directors

Election of Directors in accordance with the Company's Constitution:

(a) Lionel Charles Kerr retires by rotation and offers himself for re-election;

(b) Laura Ann Hobbs retires by rotation and offers himself for re-election;

(c) Kerry Claude Wyvill retires by rotation and offers himself for re-election;

3. Receipt of Remuneration Report

To receive the Company's Remuneration Report for the year ended 30th June 2018.

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.

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.

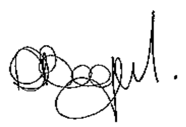
Proxy: If you are unable to attend the Meeting, you are entitled to appoint a proxy to attend and vote. See the attached Proxy Form for information on appointing a proxy.

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 the persons who are registered as members as at 5:00pm on 5th November 2018.

By order of the board



Ross Begent
Company Secretary
8th October 2018.

Proxy form

South Burnett Community Enterprises Limited
A.B.N. 57 113 889 768

All correspondence to:
South Burnett Community Enterprises Limited
PO Box 42
Yarraman QLD 4614
Enquiries 07 4163 8162
Facsimile 07 4163 8377
Registered Office: 23 Toomey St
Yarraman QLD 4614

☐ Please mark this box with an **'X'** if you have made any changes to your address details (see reverse)

Appointment of proxy

I/We being a shareholder/s of **South Burnett Community Enterprises Limited** ('the company') and entitled to attend and vote at the **2018** Annual General Meeting (AGM) to be held at Yarraman Memorial Hall, Browne St Yarraman on **6th November 2018 at 7:00pm** appoint:

☐ The Chair of the meeting (please mark this box with an 'X') OR ________ (Please write the name or position/office of the person or the name of the body corporate that you are appointing as proxy)

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the meeting, as my/our proxy to act generally at the meeting on my/our behalf, including to vote in accordance with the following directions or, if the proxy is left open and to the extent permitted by law, to vote as the proxy chooses at the AGM and, if the meeting is adjourned, when the meeting has been reconvened for business.

Chair to vote open proxies in favour: I/We acknowledge that the Chair of the meeting intends to vote all available open proxies in favour of all items of business.
If you wish to direct your proxy how to vote, please mark your direction in the next section of this form.

VOTING DIRECTIONS TO YOUR PROXY (Please mark with 'X' to indicate your directions)

Ordinary Business	Accept	Decline	Abstain*
Item 1. Receipt of Financial Report, Director's Report and Auditor's Report			
Item 2 (a). Re-election of Lionel Charles Kerr as a Director			
Item 2 (b). Re-election of Laura Ann Hobbs as a Director			
Item 2 (c). Re-election of Kerry Claude Wyvill as a Director			
Item 3. Receipt of Remuneration Report			

When completing this proxy form, please note that:

- you should indicate an **'X'** in only one box for each for each item of business;
- if the Chair of the meeting is your proxy and you do not mark any of the boxes opposite Item 2, you are directing the Chair to vote in favour of the resolution on item 2 (Remuneration Report). Otherwise, if your proxy is left open for an item of business, your proxy is able to vote as they choose or to abstain from voting on that item, subject to any voting restrictions that may apply to your proxy (further details are provided on the next page). As noted above, the Chair intends to vote all available proxies in favour of each resolution;
- if you mark the "abstain" box for an item of business, you are directing your proxy not to vote on that item, and
- abstentions will not be counted in calculating the required majority on a poll.

SIGNING OF PROXY FORM

This section MUST be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Shareholder 1	Shareholder 2	Shareholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Proxy form

HOW TO COMPLETE YOUR PROXY FORM

1. Appointment of Proxy – General Information

A shareholder entitled to attend and vote at the meeting may appoint a proxy to attend and vote on their behalf.

Shareholders should note that:

- all shareholders have the right to appoint a proxy
- a proxy does not have to be a shareholder of **South Burnett Community Enterprises Limited**
- a proxy may be an individual or a body corporate, and
- if you hold two or more shares, you may appoint up to two proxies and may specify the proportion or number of votes that each proxy is appointed to exercise.

If you wish to appoint the Chair of the meeting as your proxy, please mark the box with an **'X'** to show this appointment. If you wish to appoint another individual as your proxy, please write the name of that person or the person's position or office.

If you wish to appoint a body corporate as you proxy, please write the body corporate's name.

If the appointed proxy (other than the Chair of the meeting) is not in attendance at the meeting, the Chair of the meeting will act as your proxy.

If you have not nominated a proxy, the Chair of the meeting will act as your proxy.

2. Your name and address

This is your name and address as it appears on the company's share register. If this information is incorrect, please mark the box and make the correction on the form. Please note, you cannot change ownership of your shares using this form.

3. Appointment of a proxy

A shareholder entitled to attend and vote at the meeting may appoint one proxy. A proxy need not be a shareholder of the company. A proxy may be an individual or a body corporate.

4. Identity of proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. If you leave this section blank, the Chairman of the Meeting will act as your proxy.

5. Voting instructions

You are encouraged to direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

6. Signing of proxy form

A proxy appointment is only valid if the proxy form has been signed by the shareholder(s) making the appointment(s). The following rules apply in relation to the signing of proxy forms for joint holdings, proxy forms signed under power of attorney, and proxy forms signed by corporate shareholders:

Individual

If the holding is in one name, the individual shareholder must sign.

Joint holding

If you hold your shares jointly, all shareholders should sign the proxy form. A proxy form signed by the shareholder whose name appears first in the register, but not by the other joint holder(s), will also be accepted as valid.

Power of Attorney

If a proxy form is signed under a power of attorney, you must lodge the original or certified copy of the power of attorney with your proxy form, unless you have previously lodged one of these documents with the company.

Corporate shareholders

Proxy forms for corporate shareholders should be signed in accordance with your company's constitution or the *Corporations Act.* If a representative of the company is to attend the meeting, the appropriate 'Certificate of Appointment of Corporate Representative' must be produced before admission to the meeting.

Lodgement of your proxy form (related documents)

A proxy appointment for the 20**18** Annual General Meeting to be held at **7:00pm at Yarraman Memorial Hall, Browne St Yarraman** on **6th November 2018.** This proxy form (and any Power of Attorney under which it is signed) must be received by the company not later than **5:00pm** on **1th November 2018** before the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Documents may be lodged in any of the following ways:

Post or hand delivery

To the company's registered office at 23 Toomey St Yarraman QLD 4614 or PO Box 42 Yarraman QLD 4614.

Facsimile

To fax number **(07) 4163 8162**

Electronic lodgement

Email to Attention of Company Secretary: YarramanMailbox@bendigobank.com.au