

# Notice of Annual General Meeting

**East Gosford & Districts Financial Services Limited**  
A.B.N. 90 092 538 620

**To be held at 3.30pm on Thursday 15<sup>th</sup> November 2018**  
**At, Lions Club Hall, Russell Drysdale Street, East Gosford, NSW, 2250.**

## Ordinary Business

1. Chairman's Report.
2. Senior Managers Report.
3. Bendigo & Adelaide Bank Limited's Representative Report.
4. Receipt of Annual Report.

- (a) To receive the Company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2018.

## 5. Election of Directors

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

### **Election of Director appointed since last Annual General Meeting**

- (a) Trevor Gerdson, who was appointed to a casual vacancy offers to be elected as a Director of the Company.
- (b) Scott Evans, who was appointed to a casual vacancy offers to be elected as a Director of the Company.

### **Re-election of Director retiring by rotation**

- (c) Brian Lindbeck retires by rotation in accordance with the Constitution of the Company, and being eligible, offers himself for re-election.

## 6. Resolutions

To consider & if thought fit, pass the following resolution as an ordinary resolution

### **Remuneration Report:**

- (a) That the Remuneration Report for the financial year ended 30 June 2018, being part of the Directors' Report is adopted.

To consider & if thought fit, pass the following resolution as an ordinary resolution

### **Reimbursement of Expenses:**

- (b) Reimbursement of Directors for any expenses incurred by them relating to company business of East Gosford & Districts Financial Services Limited.

## 7. General Business

To consider any other business that may lawfully be brought forward by a shareholder of the company.

## Attending the meeting

All shareholders may attend the Annual General Meeting.

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**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 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, shares will be taken to be held by the persons who are registered as members as at 3.30pm on Tuesday, 13<sup>th</sup> November 2018.

By order of the Board

**Ken Howes**  
Company Secretary  
11<sup>th</sup> October 2018

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## Explanatory Notes

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

## Agenda item 5. Election of Directors

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

### Election of Director appointed since last Annual General Meeting

- (a) Trevor Gerdson, MBA, Regional Director of Campuses for the University of Newcastle.
- (b) Scott Evans, B.Ec(Hons), GAICD, Sa.Fin, Company Secretary of NSX Limited, which is listed on ASX and operates a company providing company secretarial, compliance, regulatory and IT services.

### Re-election of Director retiring by rotation

- (c) Brian Lindbeck retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election. Mr Lindbeck has been a director since 2000 and currently holds the role of Treasurer.

## Agenda Item 6(A) Adoption of Remuneration Report

### Voting Exclusion Statement and Notes:

- a) It is noted that the Board is not remunerated for their services other than expense reimbursement which is the subject of another resolution
- b) The vote on this item is advisory only and does not bind the Directors or the Company.
- c) However, the outcome of the vote and comments made by Shareholders on the Remuneration Report at the meeting will be taken under advisement by the Directors when formulating future remuneration policies.
- d) Key Management Personnel and Closely Related Parties of the Key Management Personnel are excluded from voting for on this Resolution. They are eligible to vote against the resolution.
- e) However, a person described in paragraph (c) above may cast a vote on this Resolution if:
  - o the person does so as a proxy that specifies how the proxy is to vote on the Resolution; or
  - o the person is the Chairman and has been appointed as a proxy (expressly or by default) without being directed how to vote on the resolution; and
  - o in either case, the vote is not cast on behalf of a person described in (c) above.

The Chairman will cast any undirected votes for this Resolution.

## Election of New Director

Not Applicable.