

Stanfield Funds Management Limited

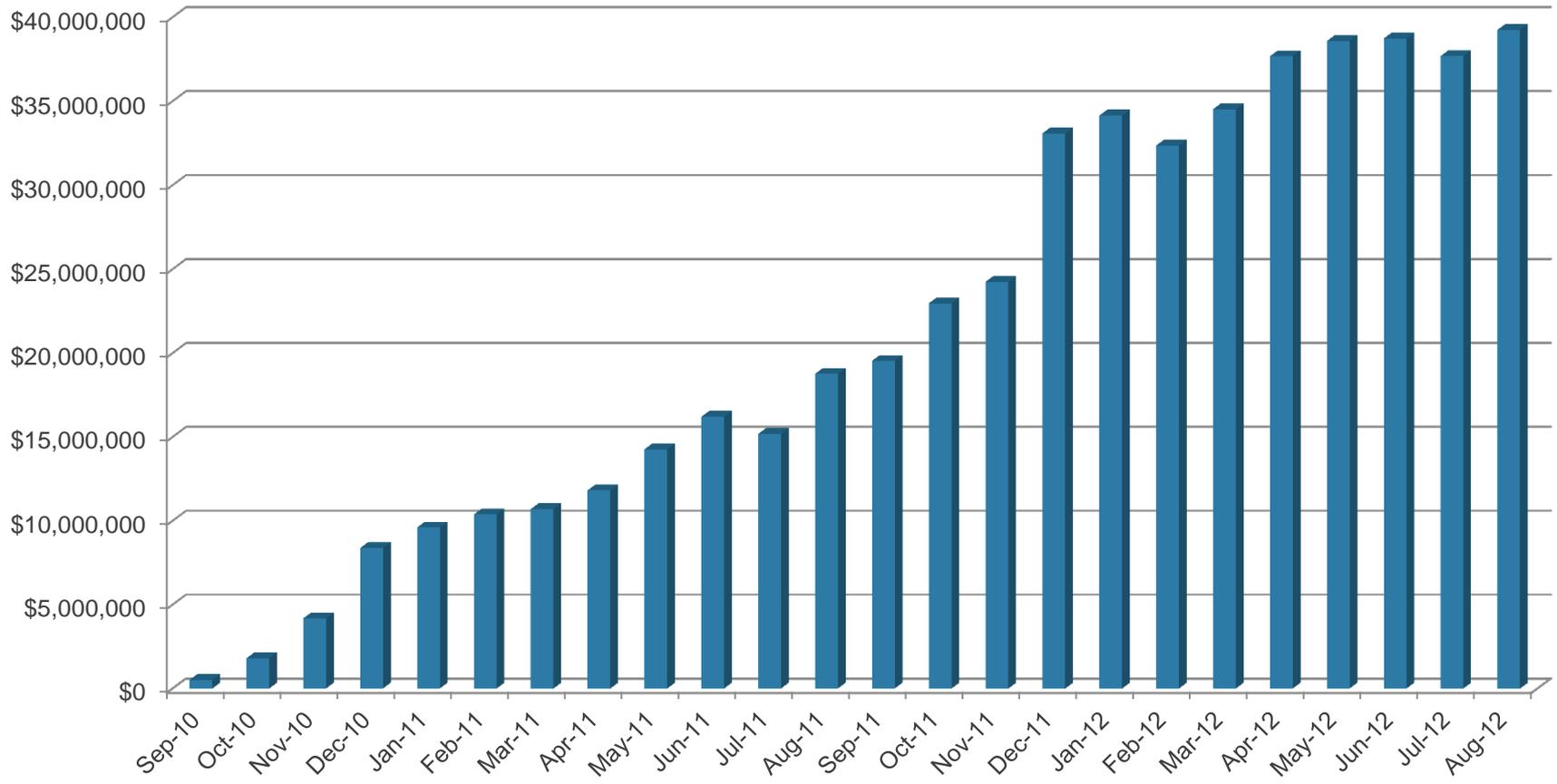
Annual General Meeting
8 November 2012

Chairman's Introduction

Current Business Activities

- Funds Management
 - Stanfield Term Investments Fund
 - Eastwood Securities Fund
- Ownership Interests
 - Mariner Corporation Limited (13.5%)

Growth in FUM since 2010



Stanfield Term Investments

New fund launched by Stanfield on 9 November 2010

Fund now at \$5.4M approx

Term Investments

- Fixed Terms – 30 days to 5 years
- Competitive Rates – currently 4.5% to 7.5%

Investment criteria:

- Social and public infrastructure; Government-leased property; Commercial and residential property; Cash (for liquidity)

Benefits to Stanfield:

- Establishment fees on loans
- Margin on loans (2%+ average)
- Internal lending capability



Other RE Roles

Eastwood Securities Mortgage Fund

- Funds under Management \$23.6M

Nicholson Funding Pty Ltd

- Funds under Management \$6.5M

Lynter

- Funds under Management \$3.7M

Mariner Corporation Limited

In October 2010, Stanfield made a strategic investment stake in Mariner

During 2011, Stanfield has recapitalised and repositioned Mariner.

During 2012, under Stanfield's management, Mariner has begun to make a series of investments

Mariner's 30 June 2012 financial results were:

- NPAT 2011/12 of \$1.26M
- Improved Net Assets from (\$1.142M) to \$0.2M

Income to Stanfield from Mariner as at 30 June 2012 was Management Fees of \$300,000

Stanfield now has 1.5M shares (13.5%) in Mariner



Breakdown of Revenue for 2011/12

Stanfield Term Investments	\$45,850
Other RE Roles	108,554
Mariner Corporation	300,000
Interest	488,103
Other	103,240
Total	1,045,747

Capital Structure (as at 7 November 2012)

Shares on Issue

3.8M

Options

NIL

Share Price

85 cents

Market Cap

\$3.2M

Business of Meeting

Resolution No 1

Adoption of Financial Statements and Reports

To receive and consider the financial accounts and reports of Directors and Auditors for the 2011/12 financial year.

Resolution No 2

Remuneration Report

To adopt the remuneration report for the year ended 30 June 2012.
(Note: the vote on this resolution is advisory only and does not bind the Directors of the Company).

Resolution No 2 - Proxies Received

Remuneration Report

Resolution	Vote type	Voted	%	% of all securities
REMUNERATION REPORT	For	159,752	51.75	4.23
	Against	103,513	33.53	2.74
	Open-Usable	45,459	14.72	1.20
	Open-Cond	-	N/A	0.00
	Open Unusable	-	N/A	0.00
	Abstain	-	N/A	0.00
	Excluded	812,955	N/A	21.53

Resolution No 3

Election of Directors

To consider and if thought fit pass the following resolution as an ordinary resolution:

“That Donald James Christie be elected as a director of the Company”

Resolution No 3 - Proxies Received

Election of Directors

Resolution	Vote type	Voted	%	% of all securities
ELECT D. CHRISTIE	For	984,190	87.74	26.06
	Against	2,030	0.18	0.05
	Open-Usable	135,459	12.08	3.59
	Open-Cond	-	0.00	0.00
	Open Unusable	-	N/A	0.00
	Abstain	-	N/A	0.00
	Excluded	-	N/A	0.00

Resolution No 4

Election of Directors

To consider and if thought fit pass the following resolution as an ordinary resolution:

“That Adrian Craig Olney be re-elected as a director of the Company”

Resolution No 4 - Proxies Received

Election of Directors

Resolution	Vote type	Voted	%	% of all securities
RE-ELECT A. OLNEY	For	885,957	86.71	23.46
	Against	263	0.03	0.01
	Open-Usable	135,459	13.26	3.59
	Open-Cond	-	0.00	0.00
	Open Unusable	-	N/A	0.00
	Abstain	100,000	N/A	2.65
	Excluded	-	N/A	0.00

Resolution No 5

Auditor Appointment

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

“That the appointment of Grant Thornton Audit Pty Limited as auditor for Stanfield Funds Management Limited be ratified by the shareholders”

Close of Meeting

Corporate Directory

COMPANY

Stanfield Funds Management Limited ACN 095 572 482
Level 4 Podium
120 Collins Street
Melbourne VIC 3205
T: 03 8643 4999
F: 03 8643 4911
E: www.stanfieldfunds.com.au

DIRECTORS

Darren Olney-Fraser (Executive Chairman/Chief Executive Officer)
Adrian Olney (Executive Director)
Don Christie (Non-Executive Director)

COMPANY SECRETARY

Adrian Olney

RESPONSIBLE ENTITY

Stanfield Securities Limited
ABN 110 353 065
AFSL 281320

FINANCIAL STATEMENTS AUDITOR

Grant Thornton Audit Pty Ltd
525 Collins Street
Melbourne VIC 3000

LAWYERS

Minter Ellison Lawyers
Rialto Towers
525 Collins Street
Melbourne VIC 3000