

BELLARINE PENINSULA COMMUNITY BRANCH LTD.
EXTRAORDINARY GENERAL MEETING
ABN: 33 089 107 657

Held on 29th September 2008
At
Portarlinton Bowls Club
At 7.04pm

Attendance

Directors Present: Russell Enders (Chairman), Frank Kelloway, Bob Hynes, Karen Woodhart, Sandra Baldwin, Paul Jones

Staff Members Present: : I. Faulkner (Manager), Craig Taylor (Customer Service Manager), Robyn Durran

Bendigo Bank representatives and guests: Bill denHartog, Max Papley

Apology: Justine Finlay, Stephen Wight

Welcome

Russell Enders introduced himself as the Chairman of the Company. He then introduced Directors, staff and Bendigo Bank representatives and guests to shareholders.

Notice of meeting

The notice convening the Extraordinary General Meeting was taken as read.

Proxies

The Chairman reported the Company had received 48 valid proxy forms.

Agenda Item

Russell introduced the business of the meeting, to put a resolution to raise capital by the issue of shares for the purposes of establishing a new Community Bank Branch at Drysdale. Russell then read his address and asked shareholders to vote on the Special Resolution.

IT WAS RESOLVED THAT, for the purposes of BSX Listing Rules 3.19(c), 5.4 and 11.22 and for all other purposes, the Company be authorized to issue a Prospectus to raise capital by the issue of shares for the purposes of establishing a new Community Bank Branch at Drysdale.

The total number of proxy votes to vote for the resolution was 48.

Point of Order that the Chairman held 47 votes, and one nominated proxy held one vote. Russell acknowledged the proxy, and the point of order was resolved.

Meeting Closed and supper served: 7.11pm