

# **Notice of Annual General Meeting**

Berowra & District Financial Services Limited  
A.B.N. 62 116 755 938

**To be held at 7:30pm on 27 November 2007  
at Club Berowra, 998 Pacific Highway, Berowra**

Berowra & District Financial Services Limited Chairman, Mr Barry Palmer, will open the meeting and welcome members attending. Mr Palmer will address the meeting on matters covered in his Chairman's Report published in the 2006/2007 Annual Report. Branch Manager, Mr Graeme Kurtz, will be invited to address the meeting.

## **Ordinary Business**

### **1. Discussion of Financial Statements**

To discuss the Company's financial report, the directors' report and the auditor's report for the year ended 30 June 2007.

### **2. Election of K Comb as a Director**

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

That Kathleen Comb, having been appointed by the Board, retires in accordance with the constitution of the Company, and being eligible, is elected as a director of the Company.

### **3. Election of D Downey as a Director**

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

That David Downey, having been appointed by the Board, retires in accordance with the constitution of the Company, and being eligible, is elected as a director of the Company.

### **4. Election of A Tuft as a Director**

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

That Andrew Tuft OAM, having been appointed by the Board, retires in accordance with the constitution of the Company, and being eligible, is elected as a director of the Company.

### **5. Re-election of G V Hughes as a Director**

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

That George Vincent Hughes, JP, who retires from office under Rule 62 of the Company's constitution, be re-elected as a director of the Company.

### **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 25 October 2007.

### **By order of the Board**



Gregory Baxter  
Company Secretary  
12 October 2007

A proxy form accompanies this Notice of Meeting. A member entitled to attend and vote at this meeting is entitled to appoint a proxy. The proxy need not be a member of the Company.

## Explanatory Notes

This information has been included to assist you in making an informed decision about director election resolutions to be taken at the meeting.

### **Agenda Item 2:** Election of K Comb as a Director

Kathie Comb, 54 years of age, is a life long resident of Hornsby Shire and resident of Berowra since 1970. Kathie is principal and owner of The Bush Telegraph *Weekly* since 1986 and has been a Councillor and Deputy Shire President of Hornsby Shire Council during 1987 to 1995. Her long time support of community based business and local community organisations, include contribution to many groups such as Neighbour Watch, Hornsby Chamber of Commerce and Industry, Berowra and District Sub-Chamber of Hornsby Chamber of Commerce and member of the Animal Welfare League.

### **Agenda Item 3:** Election of D Downey as a Director

David Downey, 41 years of age, has managed his own business in Berowra since 1989 (Bambino's) and has also worked in senior management roles, or as principal, in finance and property development companies. David holds a Diploma in Law, Master of Letters and Graduate Diploma in Legal Practice. He currently provides volunteer service to a community legal centre and is in the process of establishing a new legal practice. David contributes ongoing support to local sporting, school, church and community groups.

### **Agenda Item 4:** Election of A Tuft OAM as a Director

Andrew, 54 years of age, is a Berowra resident of 14 years and a local business owner and employer in the industrial computer industry. He has 20 years business management experience in electrical/electronic engineering and the sales/marketing of electronic control equipment. Andrew's community focus and support is evidenced by 35 years service in the Australian Defence Force Cadets.

### **Agenda Item 5:** Re-election of G V Hughes as a Director

Vince Hughes was a member of the original Steering Committee that worked to establish the Company and has served as a director of the board since the Company was incorporated in October 2005. Vince is currently the Deputy Chairman and has served on the Marketing, Finance, Audit and Business Development Committees.

## Recommendation

The directors (excluding those mentioned above) recommend that shareholders vote in favour of the resolutions to elect K Comb, D Downey, A Tuft and G.V Hughes as directors of the Company.

# Proxy Form

**Berowra & District Financial Services Limited**  
ABN 62 116 755 938

**All correspondence to:**  
Berowra & District Financial Services Limited  
PO Box 413 Berowra Heights  
NSW 2082 Australia  
Enquiries 02 9456 2265

Please print your name and address below as shown on the envelope sent to you (see reverse)

MEMBER NAME:- \_\_\_\_\_

ADDRESS:- \_\_\_\_\_

ADDRESS:- \_\_\_\_\_

POSTCODE:- \_\_\_\_\_

## Appointment of proxy

I/We being a member/s of Berowra & District Financial Services Limited and entitled to attend and vote appoint the person named below or, if no person is named below, the Chairman of the Meeting as my/our proxy to vote in accordance with directions set out below (with a discretion as to any business not referred to below) or, if no directions are given, as my/our proxy sees fit, at the Annual General Meeting of the Company to be held at Club Berowra, Pacific Highway Berowra on 27 November 2007 at 7:30pm and at any adjournment of that meeting.



the Chairman  
of the Meeting  
(mark with an 'X')

OR

Write here the name of the person you are appointing if this person is **someone other than** the Chairman of the Meeting.

**Voting directions to your proxy – please mark**



**to indicate your directions**

## Ordinary Business

Item 2. Election of Kathleen Comb

Item 3. Election of David Downey

Item 4. Election of Andrew Tuft OAM

Item 5. Re election of George Vincent Hughes JP

**For      Against      Abstain\***

	For	Against	Abstain*
Item 2. Election of Kathleen Comb	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3. Election of David Downey	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4. Election of Andrew Tuft OAM	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5. Re election of George Vincent Hughes JP	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\*If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in working out the required majority on a poll.

## PLEASE SIGN HERE

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

**Individual or Shareholder 1**

**Sole Director and  
Sole Company Secretary**

**Shareholder 2**

**Director**

**Shareholder 3**

**Director/Company Secretary**

Berowra & District Financial Services Limited  
A.B.N. 62 116 755 938  
Registered Office – 193 Pacific Highway, Hornsby, NSW, 2077

## How to complete the Proxy Form

### 1 Your name and address

This is your name and address as it appears on the company's share register. This is as shown on the enclosing envelope. **Please note: you cannot change ownership of your shares using this form.**

### 2 Appointment of a proxy

A member entitled to attend and vote at the Meeting may appoint one proxy. A proxy need not be a member of the Company. A proxy may be an individual or a company.

### 3 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.

### 4 Voting instructions

You may 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.

### 5 Signing instructions

The Proxy Form must be signed in the spaces provided.

*Individual:* If the holding is in one name, the holder must sign.

*Joint Holding:* If the holding is in more than one name, any one holder may sign.

*Power of Attorney:* To sign under power of attorney, you must have already lodged this document with the Company or attach a certified copy of the power of attorney to this form when you return it.

*Companies:* If the Company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the Company (under section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

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.

### Lodging instructions

This Proxy Form (and any power of attorney under which it is signed) must be received by the Company not later than 48 hours before the meeting (ie by 7:30pm on 25 November 2007). Any Proxy Form received after that time will not be valid for the scheduled meeting. Documents may be lodged in the following way.

- By post to the Company's postal address at PO Box 413 Berowra Heights 2082.