

Notice of Annual General Meeting

Meander Valley Financial Services Ltd
A.B.N. 27 111 858 078

**To be held at 6:00pm on 10th November 2008
at Meeting Room, Community Complex, Alverston Drive, Deloraine**

Ordinary Business

1. Receipt of Annual Report

To receive the Company's Financial Report, the Director's Report and the Auditor's Report for the year ended 30 June 2008.

2. Election of Directors

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

- (a) That **Nicole Beverley Atkins** be elected as a Director of the Company.
- (b) That **Kenneth Leslie Philpott** be elected as a Director of the Company.
- (c) That **Grant Anthony Ward** be re-elected as a Director of the Company.
- (d) That **Christopher Phillip Moorhouse** be re-elected as a Director of the Company.
- (e) That **Ronald Edgar John Dare** be re-elected as a Director of the Company.

3. Remuneration report

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

That the remuneration report be adopted.

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.

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 **30th June 2008**.

By order of the Board

Laura Richardson
Company Secretary
4th October 2008

Notice of Annual General Meeting

Explanatory Notes

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

Agenda item 2. Election of Directors

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

- (a) **Nicole Beverley Atkins**, having been appointed by the Board since the last annual general meeting, retires in accordance with the constitution of the Company, and being eligible, offers herself for election.
- (b) **Kenneth Leslie Philpott**, having been appointed by the Board since the last annual general meeting, retires in accordance with the constitution of the Company, and being eligible, offers himself for election.
- (c) **Grant Anthony Ward**, retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (d) **Christopher Phillip Moorhouse**, retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.
- (e) **Ronald Edgar John Dare**, retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

Nicole Beverley Atkins lives on a dairy farm with husband and two young children. Her past employment, as an Office Supervisor, consisted of managing accounts, payroll and general office procedures. She has been the Treasurer of the Deloraine Child Health Association for three years, and previously held many positions in Rural Youth, including Senior Vice President for two years, State Financial Director along with many other state directorships down to club level. Nikki currently is the Board's Treasurer.

Kenneth Leslie Philpott is a former wool buyer, small business operator including a small Goods Distribution, commercial greenhouses and an environmentally friendly pest control business. He has headed up the SES unit in the Campbell Town/Ross area and is a well-known musician and along with his jazz band colleagues frequently performs all around Tasmania. His interests include the stock market and business development and Ken is currently part of the Governance and Audit sub committee.

Grant Anthony Ward has extensive experience in the retail hospitality industry and is joint-proprietor of the Deloraine Delicatessen and a member of the Great Western Tiers Tourism Association. Grant's Current responsibilities on the Board include the Business Development sub committee and the coordination of the Guest Artist Display within the Branch.

Christopher Phillip Moorhouse is a Social Services Administrator and Rural and Community Development Consultant and has over 38 years experience in health care, higher education and community development roles. Chris is currently involved in Tasmanian Community Foundation, Giant Steps and the Chudleigh District Landcare Group. Chris is a past Chairman of the Meander Valley Financial Services Ltd Board and is now involved in the Governance and Audit sub committee.

Ronald Edgar John Dare is the Managing Director of Caringbah Systems International and Andrew Dare Electrical, he is a Director of Aged Care Deloraine, President of the Chudleigh Agricultural and Horticultural Society, member of the Deloraine Rotary Club and Chairman elect of the Tasmanian Craft Fair. John currently serves on the board as part of the Strategy committee.

Agenda Item 4. Remuneration report

Agenda item 4: Remuneration report

The Corporations Act requires a resolution that the remuneration report contained in the Company's annual report [and concise report] be adopted, be put to the vote. The resolution is advisory only and does not bind the directors of the Company.

Proxy form

Meander Valley Financial Services Ltd
A.B.N. 27 111 858 078

All correspondence to:
Meander Valley Financial Services Ltd
PO Box 423
Deloraine, Tas 7304 Australia
Enquiries 0437 624 152
Facsimile (03) 6362 4803

<Name Member>

<Address>

<Address>

<Suburb, State Postcode>

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 member/s of **Meander Valley Financial Services Ltd** and entitled to attend the 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 **Deloraine Community Complex** on **10th November 2008** at **6:00pm** 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 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. Election of Nicole Beverley Atkins | | | |
| Election of Kenneth Leslie Philpott | | | |
| Re-election of Grant Anthony Ward | | | |
| Re-election of Christopher Phillip Moorhouse | | | |
| Re-election of Ronald Edgar John Dare | | | |
| Item 3. Remuneration Report | | | |

*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

Shareholder 2

Shareholder 3

| | | |
|----------------------|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
|----------------------|----------------------|----------------------|

Sole Director and
Sole Company Secretary

Director

Director/Company Secretary

Meander Valley Financial Services Ltd
A.B.N. 27 111 858 078
Registered Office – 49 Emu Bay Road, Deloraine 7304

Proxy form

How to complete this Proxy form

1. 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.**

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.

How to complete this Proxy form

This Proxy Form (and any Power of Attorney under which it is signed) must be received by the Company not later than **2 business days** before the Meeting (**ie by 5pm 7th November**). 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 **49 Emu Bay Road, Deloraine 7304**

Facsimile

To fax number **(03) 6362 4803**