

Notice of Annual General Meeting

North Ryde Community Finance Limited

ABN 74 112 673 506

to be held at 10.00 am on Wednesday, 15 March 2006

at Holy Spirit Public Hall
Cox's Road, North Ryde NSW 2113

Ordinary Business

1. Receipt of Annual Report

To receive the Company's Financial Report, the Directors' Report and the Auditor's Report for the year ended 30 June 2005.

2. Remuneration Report

To consider, and if thought fit, pass the following resolution as an ordinary resolution: "the Remuneration Report for the Company for the year ended 30 June 2005 be adopted".

3. Appointment of Auditor

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

That the appointment of Mr David Hutchings of Andrew Frewin and Stewart (Chartered Accountants and Business Advisors), as auditor of the Company be approved.

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 5.00 pm on 13 February 2006.

By the order of the Board
Helen Patricia Perrin
Company Secretary
9 February 2006

North Ryde Community Finance Limited
ABN: 74 112 673 506

[Registered Office - Shop 14, 203-213 Cox's Road, North Ryde NSW 2113]

Proxy Form

North Ryde Community Finance Ltd
ABN: 74 112 673 506

All Correspondence to:
North Ryde Community Finance Ltd
Shop 14, 203-213 Cox's Rd
North Ryde NSW 2113

Mark this box with an 'X' if you have made any changes to your address details.

Appointment of proxy

I/We being a member/s of North Ryde Finance 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 Shop 14, 203-213 Cox's Rd, North Ryde NSW 2113 on Wednesday, 15 March 2006 at 10.00 am 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 1. Receipt of financial report

Item 2. Remuneration report

Item 3. Election of Auditor

	For	Against	Abstain*
Item 1. Receipt of financial report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2. Remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3. Election of Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*If you mark the Abstain box for a particular item, you are direction 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

**Sole Director and
Sole Company Director**

Director

Director/Company Secretary

How to complete 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 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.

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

The 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 10.00 am on Monday, 13 March 2006). 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.

- ➔ By post or hand delivery to the Company's registered office.
- ➔ By facsimile to (02) 9878 3714.