

Notice of Annual General Meeting

North Ryde Community Finance Limited

ABN 74 112 673 506

to be held at 10.00 am on Tuesday, 25 November 2008

at Holy Spirit Church 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 2007.
- 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 2007 be adopted".
- 3. Payment of Dividend**
To consider and, if thought fit, pass the following resolution as an ordinary resolution: "that a dividend of six cents for each ordinary share be paid".
- 4. Re-election of Mrs Helen Patricia Perrin as a Director**
To consider and, if thought fit, pass the following resolution as an ordinary resolution: "Mrs Helen Patricia Perrin, who retires from office under Clause 62(1) of the Company's Constitution, be re-elected as a director of the Company".
- 5. Re-election of Mr Ivan Petch as a Director**
To consider and, if thought fit, pass the following resolution as an ordinary resolution: "Mr Ivan Petch, who retires from office under Clause 62(1) of the Company's Constitution, be re-elected as a director of the Company".
- 6. Re-election of Dr Graham McMaster as a Director**
To consider and, if thought fit, pass the following resolution as an ordinary resolution: "Dr Graham McMaster, who retires from office under Clause 62(1) 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 5.00 pm on 30 September 2007.

By the order of the Board
Helen Patricia Perrin
Company Secretary
24 October 2007

Explanatory Notes

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

1. **Accounts and Reports**

North Ryde Community Finance Limited's financial report and other items referred to in Item 1 will be laid before the meeting in accordance with the Corporations Act. There is no requirement for shareholders to approve those reports. However, the Chairman will allow a reasonable opportunity for members at the meeting to ask questions about, or make comments on the management of the Company. The Chairman will also allow a reasonable opportunity for members at the meeting to ask the auditor or the auditor's representative questions relevant to the conduct of the audit, the preparation and content of the auditor's report, the accounting policies adopted by the North Ryde Community Bank Limited in relation to the preparation of the financial statements and the independence of the auditor in relation to the conduct of the audit.

Written questions to the Company's auditor, about the content of the auditor's report to be considered at the meeting and the conduct of the audit of the annual financial report to be considered at the meeting may be submitted up to five business days before the meeting to:

The Company Secretary
North Ryde Community Finance Limited
Shop 14, 203-213 Cox's Road
North Ryde NSW 2113
Fax No: (02) 9878-3714

The questions will be passed on to the auditor. The auditor is required to prepare a document setting out the questions that are relevant to the above matters and give a copy of the question list to North Ryde Community Finance Limited. At, or before the start of the meeting, copies of the question list will be made available to shareholders attending the Annual General Meeting.

In addition, a reasonable opportunity will be allowed at the meeting for the auditor or their representative to answer the questions that have been submitted.

2. **Remuneration Report**

The financial statement for the year ended 30 June 2007 contains a Remuneration Report. No director or secretary receives payment for services as a director or committee member.

3. **Re-election of Mrs Helen Patricia Perrin as a Director.**

The other directors recommend that shareholders vote in favour of Mrs Perrin's re-election.

4. **Re-election of Mr Ivan Petch as a Director.**

The other directors recommend that shareholders vote in favour of Mr Petch's re-election.

5. **Re-election of Dr Graham McMaster as a Director.**

The other directors recommend that shareholders vote in favour of Dr McMaster's re-election.

Proxy Form

North Ryde Community Finance Limited
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 Community 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 Holy Spirit Church Hall, Cox's Road, North Ryde NSW 2113 on Tuesday, 25 November 2008 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

| | 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. Payment of dividend | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Item 4. Re-election of Mrs H Perrin as Director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Item 5. Re-election of Mr I Petch as Director | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Item 6. Re-election of Dr G McMaster as Director | <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 Director**

Shareholder 2

Director

Shareholder 3

Director/Company Secretary