



Maitland Mutual Building Society Limited ABN 94 087 651 983

Notice of Meeting

NOTICE IS HEREBY GIVEN that the 131st Annual General Meeting of Maitland Mutual Building Society Limited ACN 087 651 983 trading as The Mutual Bank (the Company) will be held at 3:00 p.m. on Thursday 26th September 2019 at the Company's premises at 417 High Street Maitland.

Business

1. To approve the minutes of the last Annual General Meeting.
2. To receive from the Board, Chief Executive Officer and Auditor, reports on the results of operations of the Company during the financial year ended 30th June 2019.
3. To consider and, if thought fit, pass the following resolution as a special resolution:
"That the name of the Company be changed from Maitland Mutual Building Society Limited to Maitland Mutual Limited."

SEE **NOTE** BELOW

4. (This resolution will only be put to the meeting if resolution 3 is passed.)

To consider and, if thought fit, pass the following resolution as a special resolution:

"That the Constitution of the Company be amended as from the date the name of the Company is changed to Maitland Mutual Limited, as follows:

- a. by deleting from Clause 1.1 (Definitions) the words: **"Society means Maitland Mutual Building Society Limited (ABN 94 087 651 983)";**
and
- b. by adding to Clause 1.1 (Definitions) the words: **"Company means Maitland Mutual Limited (ABN 94 087 651 983)";**
and
- c. by deleting each reference to the word **"Society"** and by inserting in its place the word **"Company"**;
and
- d. by deleting each reference to the word **"Society's"** and by inserting in its place the word **"Company's"**."

SEE **NOTE** BELOW

NOTE:

- To be passed, special resolutions 3 and 4 require the approval of at least 75% of the votes cast by members, in person or by proxy.
- The changes to the Company name and its Constitution are explained in the Information Booklet.
- A copy of the amended Constitution, with the proposed changes marked up, is available from the Company. To request a copy, please call the Company on 1300 MUTUAL (1300 688 825). Alternatively, it may be inspected by members at any office of the Company, twenty-one (21) days prior to the date of the Annual General Meeting.
- The Directors unanimously approve the name and Constitution changes, and encourage members to vote for these special resolutions.

See the accompanying Information Booklet.



5. To elect one Director, Mr S. W. James, who retires by rotation and is eligible for re-election.
6. To elect one Director, Mr A. K. Wells, who retires by rotation and is eligible for re-election.
7. To elect one Director, Mr S. J. Meyn, who was appointed to fill a casual vacancy created by the retirement of Mr R. B. Mudford. Mr S. J. Meyn is eligible for election.
8. To determine the remuneration of the Directors. It is the recommendation of your Board that the amount to be approved for the remuneration of Directors for the year ending 30 June 2020 be a total of \$378,901 (representing a 5.13% p.a. increase over the approved remuneration for the year ended 30 June 2019).
9. Any other business of which notice is given in accordance with the Constitution.

By order of the Board

A.G. Seccombe

Secretary

24th June 2019

The audited Financial Accounts for the year ended 30th June 2019 may be inspected by members at any office of the Company twenty-one (21) days prior to the date of the Annual General Meeting.

Every member entitled to vote has a right to appoint a proxy. The proxy does not need to be a member of the Company. A member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

How to exercise your vote

All members appearing on the current register of members of the Company at the date of the Annual General Meeting are entitled to vote at the meeting.

Each member entitled to vote on a Resolution has one vote.