

102nd ANNUAL GENERAL MEETING

Notice is hereby given that the 102nd Annual General Meeting of the Hastings Co-operative Limited will be held on Tuesday 20th November 2018 at the Auditorium, Wauchope Country Club, commencing at 10.30am.

Business of the 2018 Annual General Meeting.

1. Welcome and apologies.
2. Acknowledgement of country.
3. Co-operative prayer.
4. Receipt and noting of minutes.

To receive and note the minutes of the 101st Annual General Meeting held the 21st November 2017 as adopted by the Board. Copies will be available at the meeting of shareholder members. A member can request a copy prior to the meeting from the Co-operative Secretary.

5. Business arising from the minutes.
6. Report from Chair.
7. Report from the Chief Executive Officer.
8. Report from the Independent Auditor.
9. To receive and adopt the following for the year ending the 30th June 2018.
 - a. Directors' report and Directors' declaration,
 - b. Annual financial statements; and
 - c. Independent auditors' report.

10. Questions from members– with notice.**11. Director's remuneration.**

It is recommended that the total remuneration, for a Board of 7, be \$102,815.24 (2017 \$99,820.62). This represents an increase of 3% over the 2017 figure.

12. To agree on the appointment of the independent auditor for 2018-19.
13. To confirm the appointment of Robert Preston as an independent director.
14. To declare the result of the special resolution - repurchase of share limit for 2018-19.
15. Close.

Copies of the 2017-18 Annual Financial Reports (Including the Independent Auditor's Report) will be available from Friday 2nd November 2018, online at, www.hastingscoop.com.au, or at the registered office, Level 1, 9-13 High Street Wauchope. You can also request a copy by calling 02 65 888 999.

Questions.

Please submit all questions in writing at least 3 business days prior to the meeting. Those asking questions are requested to attend the meeting otherwise the question and response will be answered in writing.

Performance at a glance for the years ending 30th June

	2012	2013	2014	2015	2016	2017	2018
	\$m	\$m	\$m	\$m	\$m	\$m	\$m
Total Revenue	79.6	73.0	75.1	74.7	75.7	81.4	86.1
Total Expenses	80.0	73.4	74.5	74.2	74.5	80.2	85.2
Net Profit Before Tax	(0.4)	(0.4)	0.6	0.5	1.2	1.2	0.9
Net Loss from Discontinued Operations	(1.3)						
Net Profit After Tax	(1.8)	(0.4)	0.5	0.6	1.3	1.2	0.9
Profit (Loss) on Revaluation	0.1		0.6				
Total Comprehensive Income	(1.7)	(0.4)	1.1	0.6	1.3	1.2	0.9
Total Assets	22.6	21.7	21.5	21.0	21.2	21.7	22.9
Total Liabilities	20.6	20.1	18.8	18.0	16.9	16.2	16.5
Equity	2.0	1.6	2.7	3.0	4.3	5.5	6.4
Members Shares	2.6	2.6	2.6	2.5	2.4	2.2	1.9

Proxy voting.

Hastings Co-operative holds an Annual General Meeting to provide shareholder members with a report and an update on the affairs of the Co-operative. The Notice of Annual General Meeting provides an itemised list of the business to be discussed. Typically the business of the AGM will include reports from the Board and CEO, the adoption of the annual financial reports, the Auditor's report as well as determining the remuneration of the Directors for the coming 12 month period.

The rules of the Co-operative provide for the ability of shareholder members who may not be in a position to attend the AGM to cast their vote on the business of the AGM, by proxy.

The importance of proxy voting.

Proxy voting is an important way for shareholder members to exercise their right to vote and to communicate their views to the Board and senior management. Proxy voting is open to active shareholder members of the Co-operative. To be an active shareholder member you must have spent \$1,000 or more on products and services with the Co-operative during the financial year 1st July 2017 to 30th June 2018 or have been an active shareholder member for 40 years or more and have spent \$10.00 in the financial year. Shareholder members who attend the AGM can cast their vote in person, but in today's busy world most shareholder members cannot attend and find that casting their vote by proxy is a convenient way for their opinion to be heard.

Appointing a Proxy.

The most common proxy appointed is the Chairman of the meeting. If you wish to appoint a person other than the Chairman of the meeting, that person must be an active shareholder member of the Co-operative. With the exception of the Chairman of the meeting, no active shareholder member can act as a proxy for more than 10 other active shareholder members.

You may direct your proxy to vote by placing a mark in one of the two boxes for each key item of business. If you do not mark any of the boxes on a given item, your proxy will vote as he or she chooses. If you mark more than one box for any item of business your vote on that item will be invalid.

Closing date for proxies.

Proxies are required to be received by the Co-operative Secretary at the Registered Office of the Co-operative, Level 1, 9- 13 High Street Wauchope by 12.30pm Friday the 16th November 2018.

Proxy form is enclosed with this Notice of Meeting.

Allan Gordon

Hastings Co-operative Secretary

2nd October 2018

WHAT DO I DO NEXT?

Once you have completed the proxy form please return it to The Co-operative Secretary using any of the following methods;

- a. Depositing it at the Registered Office of The Hastings Co-operative Limited. Level 1, 9-13 High Street Wauchope NSW 2446 or;
- b. Scanning the proxy form and emailing it to secretary@hastingscoop.com.au or if;
- c. Lodging the proxy electronically, you will be required to log in to the electronic portal using your log-in details and submitting the proxy form electronically. Use of your log-in details will be deemed as an electronic signature and will be accepted as if you had signed the form yourself.

Please note; If your proxy form is signed under power of attorney you must also send us a certified copy of the Power of Attorney. If an authorised person signed this Appointment of Proxy for a corporate shareholder member, a certified copy of the authorisation must also be sent to us.