



NOTICE OF SPECIAL GENERAL MEETING

A Special General Meeting (SGM) of Ford Co-Operative Credit Society Limited (Trading as Geelong Bank) ABN 74 087 651 456 will be held on **Thursday 19th March 2026** at **5:00 pm** AEDT at *69-71 Moorabool Street, Geelong, Victoria, 3220*. Registration will open at 4:30 pm.

AGENDA

Item 1: Welcome

Welcome and opening by the Chair of the Board.

Item 2: Transfer of business

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

“That the members of Geelong Bank approve the proposed total transfer of business to Hume Bank Limited, and that the proposed transfer is to take effect at 12:01am on Friday 1 May 2026 (or such later date as required).”

Item 3: Directors Remuneration

If the transfer of business at Item 2 is approved, consider and, if thought fit, pass the following as an ordinary resolution:

“That from the date of transfer of business until the date of deregistration, the total Director’s Fees pool is set at the amount of \$57,000. The fees are payable periodically until deregistration at which time any unpaid portion will then be due and payable. In the event the transfer of business does not occur by 30 June, 2026, Directors fees will continue at the same rate as approved by members for the 30 June 2026 financial year, until the transfer of business occurs.”

By Order of the Board

Stephen Allinson

Company Secretary

EXPLANATORY NOTES TO NOTICE OF SPECIAL GENERAL MEETING

Transfer of business

The transfer of business puts into effect the proposed merger with Hume Bank which has previously been communicated to members. The reasons for the proposal, together with further details, is outlined in the Member Information Document enclosed with this Notice or available at www.geelongbank.com.au. Please read the Member Information Document carefully.

The transfer proposal will only be approved if members of Geelong Bank vote in favour of the transfer resolution to be put to them at the SGM. To approve the transfer proposal, the special resolution must be passed by 75% of the votes cast by members present in person or by proxy at the meeting.

The Constitution requires all votes at the general meeting of Geelong Bank be by way of a show of hands unless a poll is demanded. Given the importance of the resolution to the future of Geelong Bank, it is imperative that every vote submitted by way of proxy is counted to reflect the wishes of all members and not just those able to attend in person.

It is therefore the intention that the Chair demand a poll be taken as allowed under the Constitution.

DIRECTORS' REMUNERATION

If approved, once the transfer of business has occurred, there remains the obligation to finalise the company's affairs with the Australian Tax Office and other regulators, and to deregister the company. As Geelong Bank will have no employees after the merger, this work will fall to the remaining directors on the Board. It is intended that only 3 of the current 7 directors will remain in office after the transfer of business and they will manage the finalisation of the company's affairs and its ultimate deregistration. The pool of directors' fees has been reduced to reflect the reduced number of directors.

Members have already approved the total pool amount for directors' fees for the financial year ending 30 June 2026. That approval will be superseded if the merger occurs on or before 30 June 2026, and the new approved reduced pool amount of \$57,000 will apply from then on. If the transfer of business does not occur on or before 30 June 2026, this resolution provides that directors fees will continue at the same rate as approved for the year to 30 June 2026 until the date the transfer occurs, at which time the new reduced pool amount will be applicable.

APPOINTMENT OF PROXY

If you cannot attend the SGM, you may appoint a proxy to vote on your behalf on any issues that are decided by a poll. The proxy does not have a right to vote on a show of hands. This proxy applies only to this SGM and at any adjournment of that meeting.

Please read the instructions carefully before completing this form.

Who do you want to appoint as your proxy?

If you want the Chair of the meeting to be your proxy, please tick the box provided. If you appoint the Chair as your proxy and direct the Chair on how to vote, the Chair must vote if a poll is conducted and must vote in the way you direct. If not so directed the Chair can vote according to his or her own intentions.

If you want to appoint someone else as your proxy, please provide their name or office held and address on the form. You may direct the person how to vote and if you do so the proxy must vote in the way you direct. Please note that if your appointed proxy does not attend the meeting or does not cast your proxy vote as directed in a poll, the Chair of the meeting is taken to have been appointed as your proxy and will cast your vote as you directed. If not so directed the Chair can vote according to his or her own intentions.

Signing instructions

You must sign this form as follows in the spaces provided:

Individual

Where the membership is in one name the member must sign.

Power of Attorney

If you have appointed someone else as your Power of Attorney, your attorney can sign this form on your behalf. A certified copy of the Power of Attorney must be lodged with this document if you have not previously provided this document to the bank.

Bodies Corporate

Where a body corporate has a sole director who is also the sole company secretary, this form must be signed by that person. If the body corporate (pursuant to section 204A of the Corporations Act 2001) does not have a company secretary, a sole director can also sign alone in the appropriate space. Otherwise, this form must be signed by a director jointly with either another director or the company secretary. Please indicate the office held.

If a representative of the corporation is to attend the meeting the appropriate 'Certificate of Appointment of Corporate Representative' form should be produced prior to admission.

Lodging your proxy

Once you have completed this form, please return it no later than 4:00 pm on Tuesday, 17th March 2026 using one of the below methods:

- Mail - Use the Reply Paid envelope enclosed or use your own envelope and send to 'Secretary, Geelong Bank, PO Box 1130, Geelong VIC 3220'
- Scan or take a photo of the signed and completed form and email to AskUs@geelongbank.com.au
- Drop it into the ballot box at our Head Office Branch, 69-71 Moorabool Street, Geelong, Victoria, 3220

Please complete the form on the next page

For all enquiries, call 1300 361 555 or email AskUs@geelongbank.com.au