



NOTICE OF
SGM
2024

Special General Meeting



community
first bank

Details for your diary

Special General Meeting

Place: Community First
67-73 St Hilliers Road, Auburn
(entrance via Hall Street)

Date: Thursday 12 December 2024

RSVP: If you plan to attend, please contact Community First Direct on **1300 13 22 77** or email **merger@communityfirst.com.au** by **Friday 29 November 2024**.

Note: The start time is 2.00pm, with registration open from 1pm.

AN INVITATION TO HAVE YOUR SAY

As a member, you are welcome to attend our Special General Meeting (SGM) to vote on our proposed merger with Illawarra Credit Union and to have your say and vote on any item on the agenda.

Members who are over the age of 18 and a current member shareholder are eligible to vote at the SGM.

What to expect?

Earlier this year we announced plans to merge with Illawarra Credit Union (ICU).

Over the last 12 months, we have completed a comprehensive due diligence process, and we believe that if approved, the merger will deliver a range of synergies and enhanced capabilities that will benefit members.

We are pleased to announce the merger has been approved by the Australian Prudential Regulation Authority (APRA). The merger is now subject to a member vote at the SGMs of both Community First and Illawarra Credit Union on Thursday 12 December 2024.

Of course, members are welcome to have their say.

An exciting step forward

By combining our strengths into a single, larger community-focused financial institution, we can better meet the needs of all our members while retaining high standards of service.

The proposed merger will create valuable member benefits, allowing the two organisations to position themselves for their next phase of growth. The merged entity will have almost 80,000 members

and customers, and combined assets of approximately \$2.5 billion building enhanced strength – for today and tomorrow, in Australia's competitive banking market.

A history of shared values

While the merged entity will be large, we assure members that we are, and will always be, 100% committed to putting you at the heart of everything we do. We pride ourselves on personal service and great value banking, and this will never change.

In particular, the merger will see members benefit from enhanced technological capabilities and greater physical distribution.

It also boosts our resources, allowing us to better meet our ongoing prudential and regulatory obligations while increasing our focus on innovation, enhanced customer experiences and growth. Rest assured, if the merger proceeds, there will be no forced staff redundancies.

So, members of both organisations will continue to be welcomed by the same



friendly faces, with the same commitment to great service.

The business at hand

You can view the agenda for the 2024 SGM on the following pages.

Additionally, the Member Information Statement outlines the key benefits of the proposed merger - refer to your enclosed copy.

Notice of Special General Meeting

The Special General Meeting of Community First Credit Union Limited ACN 087 649 938 trading as Community First Bank (Community First) will be held on:

Date Thursday 12 December 2024
Time 2.00pm (AEDT)
At 67-73 St Hilliers Road
 Auburn, NSW 2144

Agenda

1 To consider and, if thought fit, to approve the following special resolution submitted by the Board of Directors:

- **That** the members of Community First Credit Union Limited approve the proposed total transfer of business by Illawarra Credit Union Limited to Community First Credit Union Limited, and that the proposed transfer take effect on 1 February 2025 or on such other date as the Australian Prudential Regulation Authority determines.

Notes

To be passed, this resolution requires the approval of at least 75% of the votes cast by members at the Special General Meeting, in person or by proxy.

The reason for the proposal along with additional information is set out in the Information Document enclosed with this Notice. Please read the Information Document carefully.

Your Board resolved to approve this proposal and recommends that you vote FOR this resolution.

2 If members approve the special resolution in Agenda Item 1, to consider and, if thought fit, to approve the following resolution to pay a benefit to each director not continuing on the board after the transfer of business:

- **That** the members approve and authorise payment by Community First Credit Union Limited, immediately prior to the transfer of business from Illawarra Credit Union Limited taking effect, to each of the following persons if they are a director of Community First Credit Union Limited at that time.

- **Mr Ken Pickering** of \$245,150
- **Ms Nuria Kelly** of \$211,820
- **Mr Stuart Korchinski** of \$211,820
- **Mr Rocky Scopelliti** of \$211,820

subject to a condition that the person must not nominate to be an elected director of Community First Credit Union Limited for 3 years after the transfer of business from Illawarra Credit Union Limited to Community First Credit Union Limited.

These payments are separate from, and in addition to, the remuneration of directors under Rule 16.1 of Community First Credit Union Limited's Constitution.

The purpose of this resolution is to pay benefits to the Directors who will not be joining the board of the merged company, acknowledging their contribution to the mutual over a number of years. The amount paid to each non-continuing director is the equivalent of 3 times their average director's annual remuneration over the last three years.

These payments are separate from, and in addition to, the aggregate directors'

remuneration members have previously approved.

Please note that the transfer of business can proceed whether or not members approve payment of these director benefits.

Information about non-continuing Directors:

Mr Pickering, Ms Kelly, Mr Korchinski and Mr Scopelliti will not proceed to the new organisation as Directors if the merger resolution is approved. Details containing their relevant experience can be found on the Community First Bank website and in the Annual Report.

As a condition of receiving the benefit, Mr Pickering, Ms Kelly, Mr Korchinski and Mr Scopelliti must agree not to nominate to be an elected director of Community First Credit Union Limited for a period of three years after the transfer of business.

Your board resolved to approve this proposal and recommends that you vote FOR this resolution.

By Order of the Board

Hung Truong

Company Secretary
 24 October 2024

Proxies

You can appoint a proxy to attend and vote at the meeting on your behalf. Your proxy does not have to be a member of the company. An Appointment of Proxy form is enclosed with this Notice.

It includes instructions on how to vote using a proxy.

Please read these instructions carefully.

To be valid, your Appointment of Proxy form must reach the company no later than 48 hours before the start of the Special General Meeting.

Notice of Meeting

Members who are entitled to vote at the meeting can request Community First to give personal notice of the meeting and this can be done by contacting Community First on 1300 13 22 77.





Community First Credit Union Limited ABN 80 087 649 938
Operating as Community First Bank AFSL and Australian credit licence 231204