

## NOTICE OF ANNUAL GENERAL MEETING

In accordance with its Constitution, Hume Bank Limited ACN 051 868 556 ("Hume") gives notice that its Annual General Meeting will be held on Thursday 21 October 2021 at 5:30pm (AEST).

Due to COVID-19 restrictions on public gatherings, the meeting will be held virtually and there will not be a physical meeting which members can attend. Participants can join the meeting online at <https://hume.verovoting.com.au>

### ITEMS OF BUSINESS

1. To receive the Minutes of the preceding Annual General Meeting.

Note: No resolution is required for this item of business.

2. To receive the Statement of Profit or Loss and Comprehensive Income, Statement of Changes in Equity, Statement of Financial Position and Statement of Cash Flows, together with the accompanying Notes, Directors' Report, Directors' Declaration and Independent Audit Report for the twelve months ended 30 June 2021.

Note: No resolution is required for this item of business.

3. To consider and, if thought fit, pass the following as an ordinary resolution to fix the remuneration of Directors:  
*"That in accordance with Article 14.15 of Hume Bank's Constitution, the remuneration payable for Directors for their services for the year ending 30 June 2022 be Directors fees of \$47,260.45 per Director, Committee fees of \$8,109.07 per director, Board Chair allowance of 75% of Directors fees and Committee Chair allowance of 100% of Committee fees plus superannuation contributions on all amounts at 10%."*

4. To consider and, if thought fit, pass the following as an ordinary resolution to re-elect Michael Gobel to the Board of Directors:  
*"That Mr Michael Gobel who retires in accordance with Article 14.8 of Hume Bank's Constitution, be re-elected to the Board of Directors."*

5. To consider and, if thought fit, pass the following as an ordinary resolution to re-elect Paul McGill to the Board of Directors:  
*"That Mr Paul McGill who retires in accordance with Article 14.8 of Hume Bank's Constitution, be re-elected to the Board of Directors."*

6. To consider any General Business that has been properly raised in accordance with the Constitution or the Corporations Act 2001.

**The Board encourages members to read the Explanatory Notes that accompany and form part of this notice of meeting.**

By order of the Board of Directors

Skye Roberts, Company Secretary

### PLEASE NOTE:

- (a) In accordance with Hume Bank's Constitution, Members eligible to vote at the Annual General Meeting are those who have been a member for at least six months prior to the date of the Annual General Meeting.
- (b) Instructions on how to vote and attend the Annual General Meeting are contained in the Vero Voting Online Meeting & Voting Guide, available from Hume Bank's website at [www.humbank.com.au](http://www.humbank.com.au). For support with the online process, please contact Vero Voting on 1300 702 898 or email [support@verovoting.com.au](mailto:support@verovoting.com.au)
- (c) Copies of the Statement of Profit or Loss and Comprehensive Income, Statement of Changes in Equity, Statement of Financial Position and Statement of Cash Flows, together with the accompanying Notes, Directors' Report, Directors' Declaration and Independent Audit Report are available from Hume Bank's website or on request at any Hume Bank branch.

- (d) In accordance with Hume Bank's Constitution, those Members who are entitled to vote may appoint a person as the Member's proxy to attend and vote for the Member at the meeting. The appointed proxy is not required to be a Member of Hume. A Member (if any) who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes which each proxy is appointed to exercise. Proxies can be appointed through the portal available at <https://hume.verovoting.com.au>. Proxy appointments close 5:30pm Tuesday 19 October 2021.

## EXPLANATORY NOTES 2021

The following explanatory notes have been prepared to provide information to members about the items of business set out in the Notice of Annual General Meeting and form part of that Notice.

### **Item 3 – To fix the remuneration of Directors**

In accordance with Article 14.15 of the Constitution, members are asked to approve a resolution that fixes the remuneration payable to Directors for their services as Directors for the year ending 30 June 2022 at fees of \$47,260.45 per Director, Committee fees of \$8,109.07 per Director for each Committee membership, Board Chair allowance of 75% of Directors fees and Committee Chair allowance of 100% of Committee fees plus superannuation contributions on all amounts at 10%. Based on the expected number of Directors and composition of Committees, total payments in the 2021/22 financial year including superannuation are expected to be \$519,621.57. This represents a 1.5% increase in Director fees from the 2020/21 financial year. The total amount includes provision for the appointment of a Director during the 2021/22 financial year, bringing the total number of Directors to seven.

*The Directors recommend members vote in favour of this resolution.*