

NOTICE OF ANNUAL GENERAL MEETING

Tuesday 19th November 2019

QPCU Limited T/A QBANK ABN 79 087 651 036

Notice is given that the Annual General Meeting ('AGM') of the members of QPCU Limited T/A QBANK ('the Company') will be held at 10:30am on Tuesday 19th November 2019 at the Ibis Hotel, 27-35 Turbot St, Brisbane, Q 4000.

Ordinary business

Item 1 - Confirmation of 2018 AGM minutes

Item 2 - Directors' Report and Financial Statements

To receive and consider the Directors' Report and audited financial statements for the financial year ending 30 June 2019.

Item 3 --Election of Directors

To announce the re-appointment of Mr Raymond Brownhill, Mr Ian Leavers and Mr Paul Wilson as Directors of the company.

Voting entitlements

In accordance with the Company's Constitution and the Corporations Act 2001, a member is not entitled to vote at the AGM unless the member was a member as at Monday 21st October 2019.

Appointment of proxies

You may appoint a proxy to attend the AGM on your behalf and vote on any procedural resolutions that may be considered at the AGM. A proxy need not be a member. A member who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise.

Any poll required at the AGM will be conducted independently by Link Market Services ('LMS'). LMS is a leading share registry and financial services provider in Australia, managing over 10 million account records and over 1000 ASX listed securities. LMS has been engaged to ensure complete independence of this process from QBANK management. LMS's control framework has been assessed by KPMG and found to be appropriate for the provision of registry services.

How to appoint proxies

No proxy form is enclosed with this Notice of Meeting as there are no resolutions on which to vote. However, if you wish to appoint a proxy to attend the meeting on your behalf, you can do so by following the instructions below.

Online: To appoint a proxy online through the Company's website at www.qbank.com.au, click on '2019 AGM'. You will need to enter your QBANK Membership Number and postcode (mailing address) which is provided in the cover letter to this Notice. If you wish to appoint a proxy online through QBANK's smartphone app, please click on '2019 AGM' and follow the instructions. You may appoint a proxy online until 10:30am on Sunday 17th November 2019.

Post or Email: If you wish to appoint a proxy by post, please contact us on 13 77 28 or by emailing agm@qbank.com.au or by visiting one of our branches, and a proxy form and reply paid envelope will be sent to you. This form may be returned to the Returning Officer by post or email, as detailed in the form.

To be valid, proxy appointment forms must reach the Returning Officer by 10:30am on Sunday 17th November 2019.

If you have any queries in respect of the voting process or would like a proxy appointment form reissued, please contact QBANK on 13 77 28.

EXPLANATORY NOTES FOR PROPOSED BUSINESS TO BE CONDUCTED AT THE 2019 QBANK ANNUAL GENERAL MEETING

These Explanatory Notes have been prepared for the information of the Members of QPCU Limited T/A QBANK ('the Company') in connection with the business proposed to be conducted at the Annual General Meeting ('AGM') of the members to be held on Tuesday 19th November 2019 at 10:30am at the Ibis Hotel, 27-35 Turbot Street Brisbane 4000.

QPCU Limited T/A QBANK

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Item 1 – Confirmation of 2018 AGM minutes

This item seeks to confirm the minutes of the 2018 AGM. A copy of the 2018 AGM minutes will be provided to all persons in attendance at the AGM.

Item 2 – Directors’ Report and Financial Statements

This item asks the meeting to receive the Financial Report, Directors’ Report and the Auditor’s Report for the year ending 30 June 2019.

The *Corporations Act 2001* requires that the report of the Directors, the report of the auditor and the financial reports be presented to the AGM. These reports will be tabled and discussed at the AGM and Directors and management will be available to answer questions from Members.

In addition, a representative of the Company’s auditors, BDO Audit Pty Ltd, will be present to answer any questions about the conduct of the audit or the preparation and content of the Auditor’s Report.

The Company’s Annual Report for the year ended 30 June 2019 will be available at www.qbank.com.au from Monday 28th October 2019.

Item 3 – Director Elections

For this year’s election of directors, there are three vacancies and three eligible candidates. Mr Raymond Brownhill, Mr Ian Leavers and Mr Paul Wilson are currently directors of QBANK and are each standing for re-election.

As there are an equal number of vacancies and eligible candidates, the provisions of Clause A5-3 of the Constitution apply. Accordingly:

- (a) The election process otherwise set out in Appendix 5 (Election of Directors) is discontinued.
- (b) Each candidate will be appointed as an elected director by announcement at the AGM.

The Company Secretary will announce the appointment of each candidate at the AGM and upon that announcement, each candidate will be deemed duly appointed as an elected director whose term of office commences at the end of the 2019 AGM.

ADDITIONAL INFORMATION ABOUT THE AGM

Attendance

Your attendance at the AGM is important to us and we encourage you to attend. Following the meeting, you are invited to join the Board and Executive of QBANK for light refreshments.

Recording Devices

In the absence of permission from the Chair, all recording and broadcasting devices (including voice recorders, still cameras and video cameras) are not permitted at the meeting.

Questions

In accordance with the *Corporations Act 2001*, the Chair of the meeting will allow a reasonable opportunity at the meeting for members as a whole to ask questions or make comment about the management of QBANK (including an opportunity to ask questions of the auditor). Members may submit written questions to QBANK if they are unable to attend the meeting, do not wish to appoint a proxy to attend on their behalf, or wish to submit the question before the meeting. Questions must be submitted by no later than five business days before the meeting (i.e. by Tuesday 12th November 2019) by emailing: agm@qbank.com.au

Further information

If you would like further information about the AGM please contact us:

Mail: The Company Secretary
QBANK
L1, 231 North Quay Brisbane QLD 4000
Email: agm@qbank.com.au
Phone: 13 77 28