

NOTICE OF 2024 ANNUAL GENERAL MEETING

The Annual General Meeting (**AGM**) of Hume Bank Limited ACN 051 868 556 (**Hume** or **the Company**) will be held at **5:30pm on Wednesday, 20 November 2024** at Huon Hill, 48 Reid Street Corner, Havelock St, Wodonga, Victoria.

ORDINARY BUSINESS

1. Financial Report

To receive the Financial Report, Directors' Report, and the Auditor's Report for the twelve months ended 30 June 2024.

The following are proposed as ordinary resolutions:

2. To approve an increase in the Directors' remuneration

"That the base annual remuneration payable to Directors for their services from 1 July 2024 be increased by 5%, resulting in the following fees:

- *Director's fees - \$52,773 per Director;*
- *additional Committee fees - \$9,055 per Director;*
- *additional Board Chair allowance - 100% of Director's fee; and*
- *additional Committee Chair allowance - 100% of additional Committee fee.*

plus superannuation contributions on all amounts to be paid at the applicable superannuation guarantee rate."

3. Confirmation of appointment of Martin Halloran as a Director

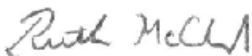
"That the appointment of Martin Halloran as a Director of the Company be confirmed."

(For more information on the above resolutions please see the attached explanatory notes)

GENERAL BUSINESS

To consider any general business that has been properly raised in accordance with the Constitution or the *Corporations Act 2001*.

By order of the Board



Ruth McClelland
Company Secretary
16 October 2024

PLEASE NOTE THE FOLLOWING:

PARTICIPATING IN THE MEETING

You may attend the meeting, vote, and ask questions in person.

Members may also submit written questions before the meeting by email to companysec@humebank.com.au.

VOTING AT THE MEETING

The vote on each resolution will be decided on a show of hands or by a poll if one is demanded.

ATTENDING BY PROXY

You may appoint a proxy to attend and vote for you. A proxy can be an individual and does not need to be a member of the Company.

A proxy form is enclosed with this notice of meeting. If you wish to exercise your right to vote on the resolution by proxy, your completed and signed proxy form and the authority (if any) under which it is signed, or a certified copy of that authority, must be either:

- (a) sent by post to the Company at 492 Olive Street, Albury NSW 2640;
- (b) by fax: (02) 6051 3255; or
- (c) sent by email to the Company at companysec@humebank.com.au

so that it is received by the Company ***no later than 5:30pm on Monday, 18 November 2024.***

The proxy form must be signed by the member or, if the member is a body corporate, the form must be executed in accordance with section 127 of the *Corporations Act 2001*, or by its duly authorised officer or attorney.

Members or proxies that are corporations entitled to vote and participate at the meeting may appoint an individual to act as its corporate representative. Evidence of the appointment of a corporate representative must be in accordance with section 250D of the *Corporations Act 2001* and be lodged with the company before the meeting.

You are entitled to appoint an attorney to participate and vote at the meeting on the member's behalf. An attorney need not be a member of the Company. The power of attorney appointing the attorney must be duly signed and specify the name of each of the member, the Company and the attorney, and also specify the meetings at which the appointment may be used. To be effective, the power of attorney must also be returned in the same manner, and by the same time, as proxy forms.

If your proxy appointment specifies the way the proxy is to vote on a resolution:

- (a) the proxy is not required to vote on a show of hands, but if the proxy does so, the proxy must vote that way;
- (b) if the proxy has two or more appointments that specify different ways to vote on the resolutions, the proxy must not vote on a show of hands;
- (c) if the proxy is the Chair, the proxy must vote on a poll and must vote that way; and
- (d) if the proxy is not the Chair, the proxy need not vote on a poll, but if the proxy does so, the proxy must vote that way;

The Chair is deemed to be appointed where a signed proxy form is returned that does not contain the name of a proxy. In addition, if you direct your proxy how to vote and your nominated proxy does not attend, or attends but does not vote, on a poll on a resolution, the Chair will act in place of the nominated proxy and vote in accordance with any instructions. The Chair intends to vote available undirected proxies in favour of all resolutions.

OTHER INFORMATION

Instructions on how to vote and attend the Annual General Meeting are also available from Hume Bank's website at www.humebank.com.au.

Copies of the Financial Report, Directors' Report, and the Auditor's Report are available from Hume Bank's website.

PO Box 343, Albury NSW 2640 t: 1300 004 863 f: 02 6051 3255 e: hume@humebank.com.au w: humebank.com.au

EXPLANATORY NOTES 2024

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 1

As required by section 317 of the Corporations Act 2001 (the Act), the Financial Report, Directors' Report and Auditor's Report of Hume Bank Limited for the financial year ending 30 June 2024 will be laid before the meeting. There will be no formal resolution put to the meeting.

Item 2 – To approve an increase in Directors' remuneration

The Remuneration & Succession Committee of the Board of Directors (the Committee) reviewed the Directors' fees, referencing external and internal benchmarking.

The Committee also considered the increasing time commitment and regulatory responsibilities undertaken by Directors in an increasingly complex and competitive environment in recommending an increase.

In order for the Bank to remain competitive and attract and retain appropriately experienced Directors, Members are asked to approve a resolution that increases the base remuneration payable to Directors for their services by 5% and to accordingly increase the fees payable to the Chair of the Board and each Committee Chair and Member.

The Directors recommend that Members vote in favour of this resolution.

Item 3 - Confirmation of the appointment of Martin Halloran as a Director

Martin Halloran was appointed by the Directors to Hume Bank's Board on 7 October 2024 to fill a casual vacancy arising from the retirement of Michael Gobel.

The Directors recommend that Members confirm Martin Halloran's appointment.

Members are encouraged to view the Directors' profiles on Hume Bank's website [Hume Bank - Directors and Executive Management](#).

Members who are unable to attend the meeting may lodge a proxy form – see next page.



PROXY FORM

HUME BANK LIMITED
ACN 051 868 556

PROXY FORM FOR 2024 ANNUAL GENERAL MEETING

I (name) of (address),
being a Member of Hume Bank Limited ("Hume Bank"), hereby appoint (please tick):

- a) [] The Chair of the Meeting; OR
b) [] Name:
Address:

as my proxy, to act on my behalf and vote for me at Hume Bank's Annual General Meeting to be held on Wednesday,
20 November 2024 and at any adjournment thereof in accordance with the directions on this form or if no directions
have been given as he or she sees fit.

Table with 3 columns: YES, NO, ABSTAIN. Row 1: To approve an increase in the Directors' remuneration. Row 2: To confirm the appointment of Martin Halloran as a Director.

If you do not fill in the name and address section with your nominated proxy, you will be deemed to have
appointed the Chair of the meeting as your proxy.

SIGNED BY:

DATE:..... 2024

Please return to Hume Bank Limited:

- by post to the Company at 492 Olive Street, Albury NSW 2640; or
• by fax: (02) 6051 3255; or
• by email to companysec@humbank.com.au

by 5:30pm on Monday, 18 November 2024.

PO Box 343, Albury NSW 2640 t: 1300 004 863 f: 02 6051 3255 e: hume@humbank.com.au w: humebank.com.au