



2026 Notice of Annual General Meeting

The Annual General Meeting (**AGM**) of B&E Ltd (**Company**) will be held –

WHEN: 10am, Tuesday, 3 November 2026

WHERE: Level 4, 93 Cimitiere St 'The Hazards' Room, Launceston, Tasmania 7250

An invitation is extended to all members of the Company to attend the AGM*.

ITEMS OF BUSINESS

1. CHAIR AND CEO PRESENTATIONS

2. FINANCIAL STATEMENTS AND REPORTS

To receive the Financial Statements and Reports of the Company for the year ended 30 June 2026.

NOTE: There is no requirement for members to approve these reports.

3. ELECTION OF DIRECTORS

a) To elect Robert King as Director of the Company for a period commencing at the end of this AGM to until the end of the third AGM thereafter.

b) To elect Daniel McCarthy as Director of the Company for a period commencing at the end of this AGM to until the end of the second AGM thereafter.

c) To elect Michael Dontschuk as Director of the Company for a period commencing at the end of this AGM to until the end of the third AGM thereafter.

NOTE: The non-candidate Directors unanimously support the election of Robert King and Daniel McCarthy. The Directors unanimously support the election of Michael Dontschuk.

4. REMUNERATION OF DIRECTORS

To consider and, if thought fit, pass the resolution for the maximum aggregate remuneration to be paid to Directors.

5. OTHER BUSINESS

To transact any further business which may be brought forward in accordance with the Constitution of the Company, and which may be properly dealt with at the AGM.

Please refer to the attached Explanatory Notes.

By Order of the Board

Sarah-Jayne Hall

Sarah-Jayne Hall
Company Secretary

30 September 2026

* Any member of the Company who is entitled to vote at a meeting may request a personal notice of a meeting by emailing companysecretary@bankofus.com.au or by phoning 1300 306 716.

bankofus.com.au

1300306 716

Bank of us is a trading name of B&E Ltd. ABN 32 087 652 088AFSL & Australian Credit Licence 236870

Explanatory notes

Item 2: Financial statements and reports

The Financial Reports for the year ended 30 June 2026 include the Directors' Report, Statement of Financial Performance, Statement of Financial Position, Directors' Declaration, Notes to the Financial Statements and the Independent Auditor's Report.

Copies of our 2026 Year in Review and our 2026 Statutory Financial Report are available:

- online at www.bankofus.com.au/reports-regulatory-information
- by emailing companysecretary@bankofus.com.au
- by calling 1300 306 716, and
- at your nearest Bank of us retail store

Neither the Corporations Act nor the Company's Constitution require a vote of members on the reports or statements. However, reasonable opportunity will be given to ask questions about or make comments regarding financial performance.

Item 3: Election of directors

Mark Nugent retires at the end of this AGM and will not be standing for re-election. The Board would like to take this opportunity to thank Mr Nugent for his service of close to fourteen years as a Director. The appointment terms for current Directors Robert King and Daniel McCarthy expire at the end of this AGM. Mr King is standing for re-election at this AGM for a further term ending at the third AGM thereafter. Mr McCarthy is standing for re-election at this AGM for a further term ending at the second AGM thereafter.

Rule 13.5 of the Company's Constitution sets out the requirements in order to be eligible to stand for election as a Director, which include being approved as a candidate by the Board or authorised Board committee under Rule 13.6, applying such policies as reasonably determined by the Board that may include, without limitation, policies relating to Director fitness and propriety, independence, skills and Board composition.

Anyone nominated for appointment as a Director must also meet the requirements of accountable persons under the FAR legislation. In addition, the Australian Prudential Regulatory Authority (**APRA**) requires the Board, through APRA Governance Standard CPS 510, to ensure that it maintains a sound governance framework. To achieve this Standard, the Board regularly reviews its composition to ensure an appropriate mix of skills, experience and knowledge meets the good governance and strategic demands of the Company.

The Board has approved Robert King, Daniel McCarthy and Michael Dontschuk as being eligible to stand for election as a Director.

The non-candidate Directors unanimously support the election of Robert King and Daniel McCarthy and recommend that members vote in favour of the resolutions. The Directors unanimously support the election of Michael Dontschuk and recommend that members vote in favour of the resolution.

Item 4: Remuneration of Directors

Rule 13.18 of the Company's Constitution provides that the Directors are collectively entitled to receive, from the funds of the Company, such remuneration for their services as the Company determines by resolution at a general meeting of members.

Directors' fees are reviewed annually by the Board, having regard to advice received from the Board Remuneration Committee. The Committee obtains external remuneration advice, including benchmarking, generally every three years.

At the 2025 AGM, members approved the maximum aggregate Director remuneration of \$440,000 per annum. Member approval is now sought to increase the maximum aggregate Director remuneration to \$500,000 per annum.

The proposed amount is a maximum only. Based on the fee arrangements currently agreed by the Board, the aggregate Director remuneration to be allocated is \$470,000 per annum. The remaining \$30,000 will not be allocated at this stage. It will provide capacity for the Board to further uplift Director remuneration, following its established review process.

The Board considers that the proposed increase will partially close the gap between current Director remuneration and relevant peer mutual bank benchmarks. If the Board determines that a further increase to the maximum aggregate remuneration to address the remaining benchmarking gap is appropriate, such proposal will be presented to members for approval at the next AGM.

With Directors noting their interest, the Directors unanimously recommend that members vote in favour of the resolution.

Proxies

- You may appoint a proxy to attend the meeting for you, and your proxy doesn't need to be a member of the Company.
- A Proxy Form can be obtained from our website, by emailing companysecretary@bankofus.com.au or phoning 1300 306 716.