

# Notice of Annual General Meeting and Business Papers

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By order of the board, notice is given that the 52nd Annual General Meeting of Teachers Mutual Bank Limited ABN 30 087 650 459, will be held at:

**10am Australian Eastern Daylight Time (AEDT) on Saturday, 24th November 2018  
Canterbury Hurlstone Park RSL Club, 20-26 Canterbury Road, Hurlstone Park NSW 2193.**

After the meeting a seated lunch will be served. If you have special dietary requirements please complete the information on the acceptance below. Your partner is welcome to attend the Annual General Meeting and lunch.

If you are unable to attend the AGM in person, you may wish to view the meeting live via our webcast. Simply visit **<https://encore.com.au/TMB18>**

## 2018 Annual General Meeting acceptance

I will be attending the Annual General Meeting.

Name

Member no

Tick (✓) **one** of the following for any special dietary requirements:

☐ I will be bringing a guest

Guest's member no (if applicable)

☐ vegetarian ☐ gluten free

Tick (✓) **one** of the following for any of your guest's special dietary requirements: ☐ vegetarian ☐ gluten free

Signature

Date

Please return this form by Thursday, 15th November 2018 to one of our offices or mail to:  
**Teachers Mutual Bank Limited, PO Box 7501 Silverwater NSW 2128**



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# Meeting Agenda

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|---|--|---|---|
| 1 | Welcome to members and guests, and apologies   | 5 | Remuneration of Directors                                 |
| 2 | Confirmation of minutes of 51st Annual General Meeting   | 6 | Declaration of the poll for election of Directors         |
| 3 | Business arising from minutes  | 7 | Declaration of nominees for election of Members Committee |
| 4 | Receipt and adoption of reports <ul style="list-style-type: none"><li>a Directors' report</li><li>b Statement of accounts</li><li>c Auditors' report</li></ul> | 8 | Chief Executive Officer's Report                          |
|   |  | 9 | General Business  |

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## Annual Report

Copies of the 2017/18 Annual Report, including the Annual Financial Statements, may be obtained from or inspected at the Company's registered office, 28-38 Powell Street, Homebush NSW 2140.

The documents can be downloaded from the Company's website **[tmbank.com.au/annualreport](http://tmbank.com.au/annualreport)**

If you are unable to download the documents, you may request them to be emailed to you, or sent via post. Please provide your member number and email or postal address if you require this.

Member number

Email or postal address



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## Agenda Item 5

### Board Remuneration Resolution

To consider and, if thought fit, pass the following resolution:

That Pursuant to Division 13.1(1) of the company's Constitution, the directors be paid the following remuneration during the period from this AGM to the next AGM and that such remuneration be paid in accordance with the following board policy.

- a** For Directors collectively a maximum total sum of \$819,354 by way of fees, concessions and other benefits to be apportioned by the Directors as they determine. This sum shall include any relevant taxes payable either by the company or by individual Directors.
- b** In addition to the above, all Directors will be paid or reimbursed for:
  - i** the sum equivalent to any actual salary lost as a result of taking leave from employment for company purposes;
  - ii** any use of a private motor vehicle for company purposes, such reimbursement to be at authorised tax rates; and
  - iii** superannuation contributions at the prescribed Superannuation Guarantee Contribution rate to an approved superannuation fund provided that if superannuation contributions are not required to be paid to an approved superannuation fund in respect of any individual Director, the equivalent amount shall be paid to the Director instead.

#### Reason

To ensure relativity with our peers in the mutual sector of the financial services industry, the Board referenced the 2018 McGuirk Directors Mutual Financial Board Remuneration Survey and members are asked to support the progressive raising of total Director remuneration to the average levels of total remuneration received by directors in the largest mutuals.

This year the Board is again asking members to support relativity and is proposing an increase in Director remuneration. Maintaining competitive remuneration will ensure we continue to attract talented elected and appointed directors to undertake the corporate responsibilities of serving on a financial institution's board.

The Board is proposing a total 3% increase of \$23,865 distributed across the ten Board positions according to their role. Total Board remuneration will then total \$819,354.

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## Venue information



#### Address

Canterbury Hurlstone Park RSL Club,  
20-26 Canterbury Road, Hurlstone Park NSW 2193.

#### How to get there

**Car** – free, secure car parking is available at the Northern car park located just off Canterbury Road at the Wattle Lane intersection or at Crinan Street car park.

**Rail** – Both Canterbury and Hurlstone Park train stations are only a few minutes from the club. The RSL courtesy bus will operate from 9am onwards to pick up and return members from and to both stations.

#### RSVP

Please let us know by Thursday, 15th November 2018 if you are attending the meeting and if you require a vegetarian or a gluten free lunch. You can do this by emailing [agm@tmbank.com.au](mailto:agm@tmbank.com.au), calling **13 12 21** 8am to 7pm, weekdays or 9am to 3pm, Saturday or complete the acceptance on the front page.

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**TEACHERS MUTUAL  
BANK LIMITED**

 **Firefighters  
Mutual Bank**

 **Teachers  
Mutual Bank**

**UniBank**