



Regional Australia Bank Ltd
ABN 21 087 650 360

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of Regional Australia Bank Ltd will be held as follows:

Date: 19 November 2026

Time: 5:00pm (AEDT)

Location: Tattersalls Hotel Armidale, 174 Beardy Street, Armidale NSW 2350

The Meeting Information and Explanatory Notes accompanying this Notice of Annual General Meeting provides information on those agenda items to be considered at Annual General Meeting.

AGENDA

1. Welcome to Members and Guests.

2. Minutes of the 20 November 2025 Annual General Meeting.

3. Chair and Chief Executive Officer Presentation

4. Financial Report

To receive and consider the Regional Australia Bank Ltd Financial Report and the reports of the directors and auditor for the financial year ended 30 June 2026.

5. Proposed Transfer of Business of South West Slopes Credit Union (SWSbank) to Regional Australia Bank.

To receive an update from the Regional Australia Bank Board Chair on the progress of the proposed Transfer of Business from SWSbank to Regional Australia Bank, effective 1 April 2027.

6. Any Other Business

To consider any other business of which due notice has been given in accordance with the Constitution.

Dated: 25 September 2026

By Order of the Board

A handwritten signature in black ink, appearing to read "D. Munday".

David Munday
Company Secretary

Notes

(a) How to vote

All members, except minors, appearing on the register of members of Regional Australia Bank are entitled to vote at the Annual General Meeting. Each member entitled to vote on a Resolution has one vote.

(b) Corporations

In order to vote at the Annual General Meeting, a corporation which is a member must appoint a person to act as its representative. The appointment must comply with Section 250D of the Corporations Act 2001. The representative should bring to the meeting evidence of his or her appointment including any authority under which it is signed.

(c) Voting by proxy

As there are no items for voting in the Annual General Meeting Agenda, there will be no voting by form of proxy.

NOTICE OF ANNUAL GENERAL MEETING – EXPLANATORY NOTES

Agenda Item 1 Welcome to Members and Guests

The Chair will open the meeting once the quorum for the general meeting is present.

Agenda Item 2 Minutes of the 20 November 2025 Annual General Meeting

The minutes of the 20 November 2025 Annual General Meeting will be available for viewing at the meeting.

Agenda Item 3 Chair and Chief Executive Officer Presentation

The Chair and Chief Executive Officer will address the meeting via a presentation on Regional Australia Bank's performance.

Agenda Item 4 Financial Report

As required by section 317 of the *Corporations Act 2001* (Cth) (Corporations Act), the Financial Report, Director's Report and Auditors Report of Regional Australia Bank Ltd for the year ended 30 June 2026, will be provided at the Annual General Meeting.

There is no requirement for a resolution to be put before the meeting on this agenda item.

The Annual Report, including the Financial Report and the Auditor's Report, will be tabled at the Annual General Meeting.

Questions from Members

There will be opportunity to ask questions or raise comments on the management of Regional Australia Bank and to ask questions relevant to the conduct of the audit, the preparation and content of the Auditor's Report, and the independence of the auditor in relation to the conduct of the audit.

In addition to taking questions at the Annual General Meeting, written questions to the external auditor (KPMG) about the content of the Auditor's Report or the conduct of the audit of the Financial Report to be considered at the Annual General Meeting, must be submitted no later than 5:00pm on Monday 16 November 2026 by emailing your question to the Company Secretary at companysecretary@regionalaustaliabank.com.au.

Copies of any questions received will be made available at the Annual General Meeting. The Chair of the Annual General Meeting will allow the external auditor to answer written questions submitted to the auditor before the Annual General Meeting.

Further Information

The Regional Australia Bank 2026 Annual Report, including the Financial Report and the Auditor's Report, is available at www.regionalaustaliabank.com.au.

Agenda Item 5 Proposed Transfer of Business from South West Slopes Credit Union (SWSbank) to Regional Australia Bank

The Boards of SWSbank and Regional Australia Bank have unanimously agreed to pursue a transfer of business following extensive consultation between both parties.

SWSbank is proposing to transfer its business to Regional Australia Bank. The transfer is being undertaken in accordance with the processes and approval procedures set out in the *Financial Sector (Transfer and Restructure) Act 1999* (Cth) and will involve a total transfer of business by SWSbank to Regional Australia Bank.

The members of SWSbank will be asked to vote on a special resolution approving the transfer of business at their Annual General Meeting on 19 November 2026. If the transfer of business is approved by SWSbank members, and the Australian Prudential Regulation Authority (APRA) gives the necessary regulatory approvals, it is proposed that the transfer of business will take effect on 1 April 2027 or a later date that APRA determines.

NOTICE OF ANNUAL GENERAL MEETING – EXPLANATORY NOTES (Cont)

APRA has provided consent for Regional Australia Bank to adopt the transfer of business by a resolution of its Board in accordance with *Financial Sector (Transfer and Restructure) Act 1999* (Cth).

APRA has provided this consent considering that SWSbank represents approximately 7.5% of Regional Australia Bank's asset size, which has a negligible impact on Regional Australia Bank's assets, capital base, strategic direction, business scale and size and operations. It is for this reason that it is viewed by APRA as not being necessary for Regional Australia Bank members to vote on the transfer of business. While Regional Australia Bank members have voted on many of the recent transfers of business that have occurred in the past, it is not necessary for this transfer as a result of the impact on the Regional Australia Bank business.

The transfer is by way of a total transfer of business from SWSbank to Regional Australia Bank. All the assets and liabilities of SWSbank (including SWSbank's reserves and all deposits and loans held by members) will be transferred to Regional Australia Bank. The members of SWSbank will become members of Regional Australia Bank.

The proposed transfer will not demutualise SWSbank. By becoming members of Regional Australia Bank, SWSbank members will continue to be members of a mutually owned financial institution.

The directors of both SWSbank and Regional Australia Bank believe that this transfer of business will be very beneficial for both institutions.

Both SWSbank and Regional Australia Bank were established to support members in regional Australia and both institutions remain committed to that strategy today. Both organisations share similar values driven by personal service, community support and an ethical culture with a commitment to offering suitable banking products and services that members can genuinely trust.

The transfer of business aligns with the strategy of both institutions, supporting their growth aspirations and contributing significantly to the achievement of long-term operational goals. The product and service offerings of both institutions share similarities and will align well for members as will the broader branch network assisting SWSbank members.

Members of SWSbank and Regional Australia Bank will benefit from the transfer. The transfer will provide a combined entity able to provide improved products, services and delivery methods and channels, and broader branch network for SWSbank and Regional Australia Bank members.

This transfer will also build a stronger, more resilient, regional bank and will strengthen the future of customer owned banking in regional Australia.

The combined entity, with the scale created by the transfer of business, will provide an institution with increased resilience that is able to better manage the uncertainties of the domestic and global financial markets well into the future

The Board of SWSbank has concluded that a transfer to Regional Australia Bank is overwhelmingly in the best interests of members. The transfer of business will deliver tangible benefits to members of both institutions where the enhanced scale will substantially help to preserve a strong and sustainable banking offering for the benefit of communities throughout regional NSW through improved products and fees, greater access and enhanced services.

The Board of SWSbank has recognised the compelling need to partner with a strong performing like-minded larger institution, in order to achieve greater scale economies and reduced risk concentrations. This provides the ability to strengthen the financial capacity and management expertise and to improve sustainability in the face of increasing competition.

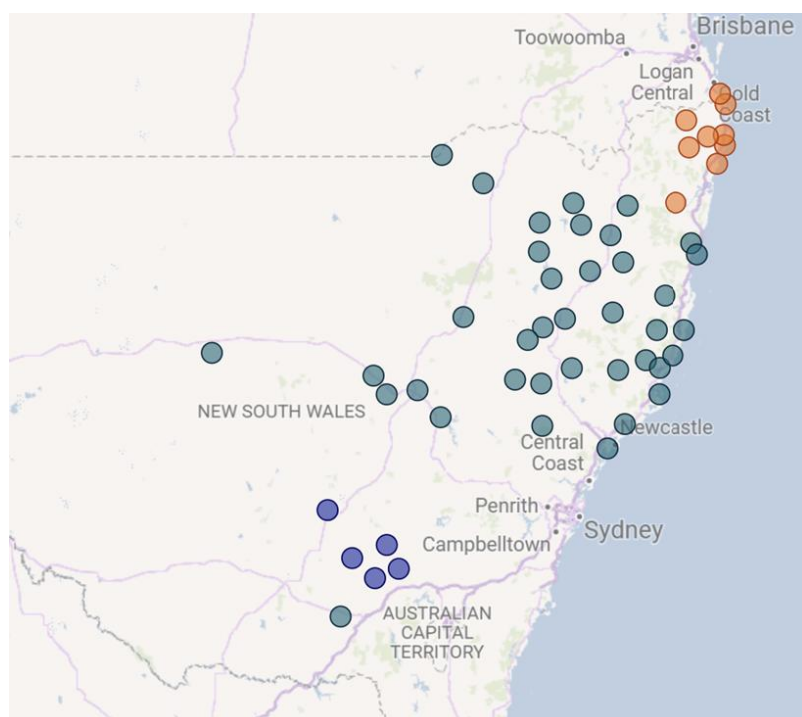
The Board of SWSbank believes that Regional Australia Bank shares similar values and cultures, and a deep commitment to continue providing a competitive and customer owned banking alternative for those communities across regional Australia. Regional Australia Bank believes that providing a banking service offering to people outside of metropolitan areas is imperative. SWSbank does not operate in any of the same towns as Regional Australia Bank. The overall geographic spread is much different, meaning that members will be able to access services in new and broader locations.

NOTICE OF ANNUAL GENERAL MEETING – EXPLANATORY NOTES (Cont)

One of the strategic benefits of this transfer of business is the ability to diversify risk geographically and to expand the diversified operational branch network.

Upon the transfer of business taking effect, the combined institution will have a network of approximately 53 locations, assets in excess of \$5.5 billion under management and around 520 employees. This organisational scale will create a far more sustainable financial institution that can yield tangible benefits to members and their communities. It will also enhance the capacity to attract and retain high quality skilled individuals and to expand employment and professional development opportunities.

The existing Regional Australia Branches are shown on this map in green coloured circles. The inclusion of the recent branches from the Summerland Bank transfer of business are highlighted in orange-coloured circles. Inclusion of the four (4) additional SWSbank branches (shown as blue coloured circles) will add additional coverage to the Riverina region in southern NSW and align exceptionally well with the current Regional Australia Bank branch in Wagga Wagga.



Compared to the current balance sheet of Regional Australia Bank alone, the transfer of business will provide Regional Australia Bank with a more diversified risk profile (both geographically and across different employee/industry segments) and an enhanced ability to access more cost-effective capital to support future loan growth, branch and technology infrastructure, and product and service development.

A transfer of business with SWSbank creates a stronger regionally focused bank that offers tailored services and addresses the needs of the communities in which the bank will operate. The transfer of business is a proactive strategy for both SWSbank and Regional Australia Bank and brings together two banks that are financially strong with a history of solid growth.

The members of Regional Australia Bank will also have access to a substantially expanded network of branches throughout the Riverina region of NSW.

The business of SWSbank will be integrated into Regional Australia Bank's business operations as at the proposed effective transfer date of 1 April 2027. The transfer is anticipated to commence on 1 April 2027, pending approval from the Australian Prudential Regulation Authority (APRA) and the SWSbank member vote.

The registered office will remain at the Regional Australia Bank Ltd location in Armidale (NSW). SWSbank's current administrative office in Young and the current administrative offices of Regional Australia Bank, in Armidale, Port Macquarie and Lismore will continue.

Agenda Item 6 Any Other Business

This agenda item will consider any other business of which due notice has been given or raised at the AGM.