MONEY3 CORPORATION LIMITED
GENERAL MEETING PROCEDURES
18 NOVEMBER 2011

1. It is now 11 o'clock and I declare this Annual General Meeting of Shareholders open and welcome all shareholders and observers.

2. I would draw your attention to the attendance register and ask of you to please ensure that you sign it if you haven't already done so.

3. No apologies have been received.

4. I will ask all those to note that the shareholders' register is available for inspection and that a summary of proxies affecting today's resolutions are tabled and also available for inspection.

   I advise that a quorum is present.

5. Now the formal matters have been attended to, I will introduce myself. My name is Geoffrey Sam and I have the privilege of being your Chairman for this meeting. I would also take the opportunity to introduce my fellow Directors Rob Bryant, Scott Baldwin, Christopher Baldwin, Bettina Evert and Kang Tan. I would also like to introduce the Company Secretary Craig Harris. Also present is our audit partner from PKF Mr Richard Dean.

6. We will now move on to the business of today's meeting. Before I put the resolutions formally, I will announce details of the proxies which have been received and recorded by the company's share registry

	Detail	**For***	**Against**	**Abstain****	**Total**
Resolution 2	Re-election of Kang Tan	16,158,947	23,000	2,954	16,184,901
Resolution 3	Re-election of Scott Baldwin	16,161,901	23,000	0	16,184,901
Resolution 4	Remuneration Report	9,250,919	78,163	6,855,819	16,184,901

* For Resolution 1 to 3 Open Useable Proxies that have instructed the Chairman to vote on their behalf and have been voted in favour of the resolution.
** For Resolution 4 any Open Useable Proxies that have instructed the Chairman to vote on their behalf, will not count for this resolution.

7. **Notice of Meeting**.

The Notice of Meeting containing the motion to put today has been sent to Money3 Corporation Limited shareholders. Would a Money3 shareholder please move that the Notice of Meeting to be taken as read?

Will someone move the resolution as put?

Moved _Bettina Evert________________________

Seconded __Scott Baldwin__________________________

Would those in favour please raise your hand.

Against?

I declare the motion carried.

8. **Resolutions**

I will now read *Resolution No. 1* which is an Ordinary Resolution:

"To receive the Financial Statements for Money3 Corporation Limited for the year ended 30 June 2011 together with the Director's Report and the Auditor's Report as set out in the Annual Report."

Are there questions or comments in relation to the resolution?

If there are no further questions I move that we receive the Financial Statements for Money3 Corporation Limited for the year ended 30 June 2011 together with the Director's Report and the Auditor's Report.

Moved ______Bettina Evert_________________

Seconded ______Scott Baldwin_________________

Would those in favour please raise your hand.

Against?

I declare the motion carried.

I will now read *Resolution No. 2* which is an Ordinary Resolution:

"That **Kang Hong Tan** who retires by rotation in accordance with rule 79(4) of the Company's constitution and, being eligible, stands for re-election, be re-elected as a director of the Company."

Are there questions or comments in relation to the resolution?

Will someone move the resolution as put?

Moved ____Chris Baldwin___________________

Seconded ____Bettina Baldwin___________________

Would those in favour please raise your hand.

Against?

I declare the motion carried.

I will now read *Resolution No. 3* which is an Ordinary Resolution:

"That **Scott Joseph Baldwin** who retires by rotation in accordance with rule 79(4) of the Company's constitution and, being eligible, stands for re-election, be re-elected as a director of the Company."

Are there questions or comments in relation to the resolution?

Will someone move the resolution as put?

Moved ____Bettina Evert___________________

Seconded ____Miki Simonoski__________________

Would those in favour please raise your hand.

Against?

I declare the motion carried.

I will now read *Resolution No. 4* which is an Ordinary Resolution:

Voting restriction in relation to this resolution:

In Accordance with Section 250R (4) of the Corporations Act (which came into effect on 1 July 2011) the company will disregard any votes cast on this resolution by:

a) A member of the Key Management Personnel (KMP Member) as disclosed in the Remuneration Report; and
b) A closely related party (such as close family members and any controlled entities) of those persons

However, KMP Members may cast a vote on the resolution if the KMP member does so as a proxy appointed by writing that specifies how the proxy is to vote on the proposed resolution and the vote is not cast on behalf of a KMP member whose remuneration details are included in the remuneration report.

Section 250BD of the Corporations Act prevents KMP Members and their closely related parties, including the Chair of the meeting, from voting undirected proxies on this resolution.

Accordingly, if you appoint the Chairman, any Directors or other KMP Members (or their closely related parties) as proxy and you have not directed the proxy how to vote, your vote will not count for this resolution.

"That the remuneration report of the Company presented at the meeting and signed by the chair for the purposes of identification be received and adopted."

Are there questions or comments in relation to the resolution?

Will someone move the resolution as put?

Moved __Bettina Evert_____________________

Seconded __Miki Simonoski_____________________

Would those in favour please raise your hand.

Against?

I declare the motion carried.

I now have the pleasure in declaring that all of the resolutions have been carried.

I now officially declare the meeting closed at 11.12 am and thank you for your attendance today.

Now the formal part of the meeting is concluded we would now like to bring you up to date on progresses at Money3. This is very informal and you are most welcome to ask questions. I will now pass over to our Executive Director Rob Bryant.