

ASSET PLUS+  
AUGUSTA

NOTICE OF MEETING 2020



# Notice of Annual Meeting

Asset Plus Limited (the **Company**) hereby gives you notice that the 2020 Annual Meeting of Shareholders will be held at the offices of Link Market Services Limited, Level 11, Deloitte Centre, 80 Queen Street, Auckland on Tuesday, 28 July 2020, commencing at 2.00pm (New Zealand time).

## Agenda:

### A. Chair's Address

### B. Manager's Presentation

### C. 2020 Annual Report

To receive and consider the Company's Annual Report, including the financial statements and the auditor's report on those financial statements, for the year ended 31 March 2020.

### D. Resolutions:

#### 1. Election of Director – Carol Campbell

Carol Campbell retires under NZX Listing Rule 2.7.1 and, being eligible, offers herself for re-election as a Director of the Company.

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That Carol Anne Campbell be re-elected as a Director of the Company."

A brief biography for Carol Campbell is set out in the Explanatory Notes on page 4.

#### 2. Re-appointment of Auditors

To record the re-appointment of Grant Thornton as auditors of the Company and to consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That the Board be authorised to fix the auditors' fees and expenses from time to time."

An explanation of this Resolution is set out in the Explanatory Notes on page 4.

**The Board unanimously recommends that you vote in favour of both of the Resolutions.**

### E. General Business

Such other business as may be properly raised for discussion at the meeting.

By order of the Board



**Bruce Cotterill**  
Chairman

30 June 2020

# Explanatory Notes

These notes form part of this Notice of Annual Meeting.

## Resolution 1

The NZX Listing Rules provide that Directors must not hold office (without re-election) past the third annual meeting following the Director's appointment, or three years, whichever is longer.

Carol Campbell was last re-elected as a Director of the Company at the Company's 2017 annual meeting. Accordingly, Carol is required to retire at this Annual Meeting and, being eligible, offers herself for re-election. The Board unanimously supports her re-election.

A brief biography of Carol Campbell follows:

Carol is a Chartered Accountant and a member of the Chartered Accountants Australia and New Zealand.

Carol has extensive financial experience and a sound understanding of efficient Board governance. Carol holds a number of directorships across a broad spectrum of companies, including T&G Global, New Zealand Post, NZME and the Fisher Listed Investment companies – Kingfish, Barramundi and Marlin Global, where she is also Chair of the Audit and Risk Committee. She is also a Director of Kiwibank.

Carol was a Director of The Business Advisory Group for 11 years, a Chartered Accountancy Practice, and prior to that a partner at Ernst & Young for over 25 years.

The Board considers that, if re-elected, Carol Campbell will qualify as an Independent Director for the purposes of the NZX Listing Rules.

## Resolution 2

Grant Thornton are automatically re-appointed as auditors of the Company under section 207T of the Companies Act 1993. Shareholder approval is therefore sought for the Board to fix the fees and expenses of Grant Thornton as auditor for the ensuing year.

# Procedural Notes and Other Matters

## Attendance

All Shareholders registered on the Company's share register at the date of the Annual Meeting are entitled to attend and vote at the Annual Meeting in person or to appoint a proxy or representative (in the case of a corporate Shareholder) to attend and vote on their behalf.

## Proxies

You may exercise your right to vote at the Annual Meeting either by being present in person or by appointing a proxy to attend and vote in your place. A proxy need not be a Shareholder of the Company. If you wish, you may appoint the Chair of the Annual Meeting or any Director of the Company as your proxy. You may direct your proxy to vote, or give your proxy a discretion to vote how he/she sees fit. If you wish to give your proxy such discretion you must mark the appropriate boxes on the proxy voting form.

If you do not mark any box on the proxy voting form in respect of a resolution, then your direction is for your proxy to abstain from voting on that resolution. If you make more than one election in respect of the resolution your vote will be invalid on that resolution.

If you appoint the Chair of the Annual Meeting or any other Director as your proxy with a discretion as to how votes are cast, the Chair or Director (as applicable) will vote in favour of the relevant resolution.

A proxy voting form is attached to this Notice of Annual Meeting. If you wish to vote by proxy you must complete the form and provide it to the Company or its share registrar, Link Market Services, so as to be received no later than 2.00pm (New Zealand time) on Sunday, 26 July 2020.

Completed proxy voting forms can be sent to Link Market Services by the following methods:

### Online

Visit the Link Market Services Investor website: <https://investorcentre.linkmarketservices.co.nz/voting/APL> and follow the prompts.

### Email

Scan and email to: [meetings@linkmarketservices.com](mailto:meetings@linkmarketservices.com)

Please put "Asset Plus Proxy" in the subject line for easy identification.

### Mail

If mailing from New Zealand please use the reply-paid envelope provided. If mailing from outside New Zealand please affix the required postage and address to:

Link Market Services Limited,  
P.O. Box 91976,  
Victoria Street West,  
Auckland 1142,  
New Zealand

### Deliver

Deliver your completed proxy voting form to:

Link Market Services Limited,  
Level 11, Deloitte Centre,  
80 Queen Street,  
Auckland

### Facsimile

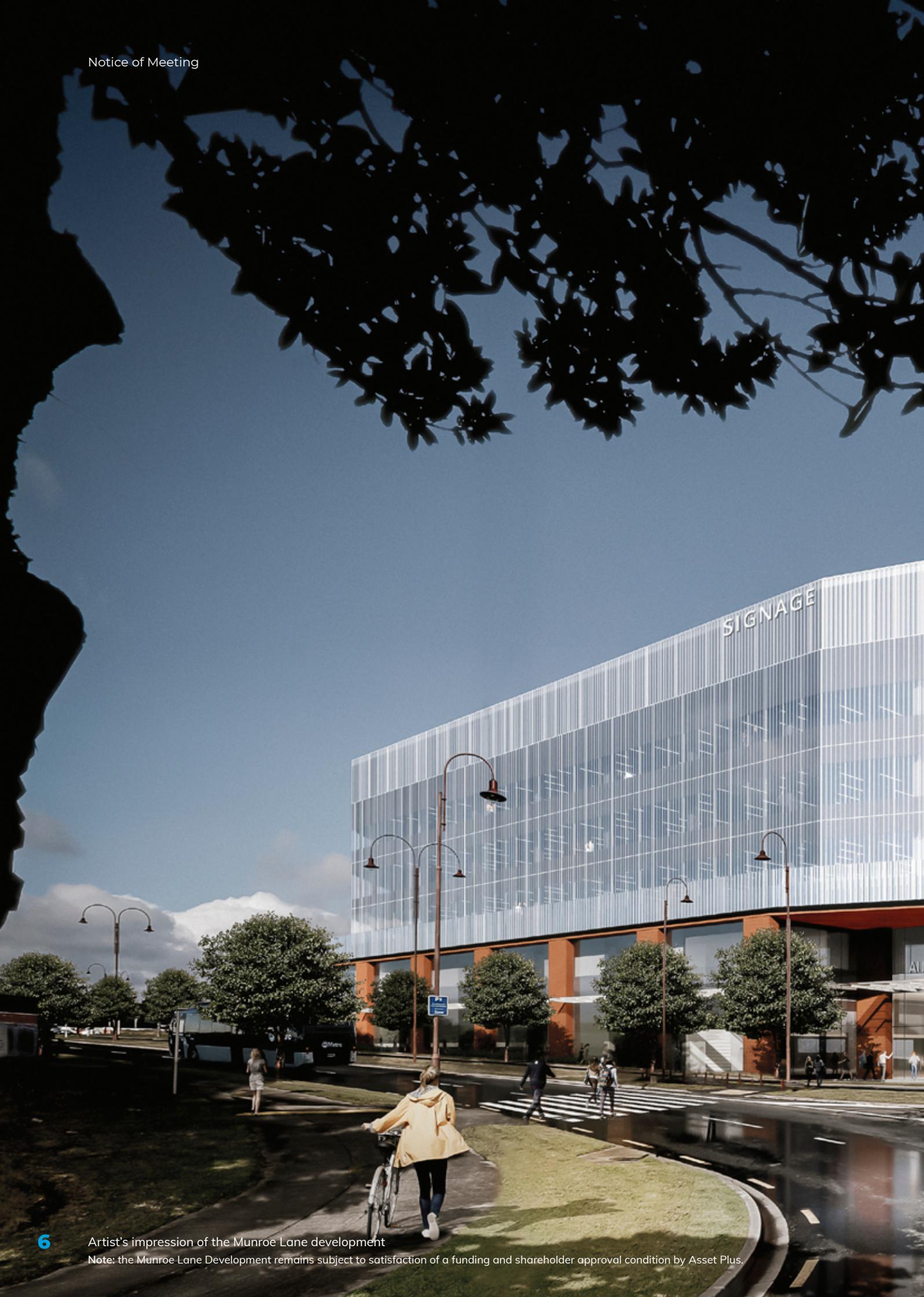
Fax your completed form to: +64 9 375 5990

## Ordinary Resolutions

Each of Resolution 1 and Resolution 2 will be passed if approved by ordinary resolution at the Annual Meeting. An ordinary resolution means a resolution passed by a simple majority of the votes of those Shareholders entitled to vote and voting on the resolution.

## Voting restrictions

All Shareholders are eligible to vote on Resolution 1 and Resolution 2.







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