

Bremworth

NOTICE OF ANNUAL MEETING

26 NOVEMBER 2024

Notice is hereby given that the 2024 Annual Meeting of shareholders of Bremworth Limited will be held at the Residium Design + Building Centre, 165 The Strand, Parnell, Auckland, and virtually via Computershare's online meeting platform at <https://meetnow.global/nz>, on Tuesday, 26 November 2024, commencing at 2.00 pm ("Notice of Meeting").



Partner *with nature*



IMPORTANT INFORMATION

KEY DATES AND TIMES

All times given are New Zealand times

5.00 PM, FRIDAY, 22 NOVEMBER 2024

Record date for determining voting entitlements
at the Annual Meeting of shareholders

2.00 PM, SUNDAY, 24 NOVEMBER 2024

Latest time for receipt of proxy
appointments and postal votes

2.00 PM, TUESDAY, 26 NOVEMBER 2024

Annual Meeting of shareholders





ATTENDING THE HYBRID ANNUAL MEETING

INSTRUCTIONS

Shareholders can attend the Annual Meeting either in person at the Residium Design + Building Centre, 165 The Strand, Parnell, Auckland, or virtually via Computershare's online meeting platform at <https://meetnow.global/nz>.

Directions to the venue can be found on page 13 of the Notice of Meeting.

To attend the Annual Meeting virtually, access the online meeting platform at <https://meetnow.global/nz>, click 'GO' under the Bremworth meeting and then click 'JOIN MEETING NOW'. By using the meeting platform, you will be able to watch the meeting, vote and ask questions online using your smartphone, tablet or desktop device.

Please refer to the enclosed Virtual Meeting Guide for more information. You will need the latest version of Chrome, Safari or Edge to access the meeting, while also ensuring that your browser is compatible.

If you have any questions, or need assistance with the online meeting platform, please contact Computershare on +64 9 488 8777 between 8.30am and 5.00pm Monday to Friday.

Audio will stream through the selected device, so shareholders will need to ensure that they have the volume control on their headphones or device turned up.

Shareholders attending virtually will be able to view the presentations, vote on the resolutions to be put to shareholders and ask questions, by using their own devices.

Shareholders will still be able to appoint a proxy to vote for them or cast a postal vote, as they otherwise would, by following the instructions on the proxy and postal voting form and this Notice of Meeting.

Further details of how to participate virtually are provided in the accompanying Virtual Meeting Guide, together with instructions for accessing the virtual meeting. Shareholders are encouraged to review this guide prior to the Annual Meeting.

Shareholders will require their CSN/Securityholder Number, which can be found on their proxy and postal voting form or their Annual Meeting email broadcast, for verification purposes.



LETTER FROM THE CHAIR AND ITEMS OF BUSINESS

DEAR SHAREHOLDER

On behalf of the Board of Directors (“**Board**”), I am pleased to invite you to the 2024 Annual Meeting (“**Annual Meeting**”) of shareholders of Bremworth Limited (“**Company**”) to be held at the Residium Design + Building Centre, 165 The Strand, Parnell, Auckland, and virtually via Computershare’s online meeting platform at <https://meetnow.global/nz>, on Tuesday, 26 November 2024, commencing at 2.00 pm.

The items of business to be dealt with at the Annual Meeting are set out below, and I refer you to the procedural notes on pages 10 to 12 for further detail.

ITEMS OF BUSINESS

- A. Chair’s address
- B. Chief Executive Officer’s address
- C. Shareholder questions and discussion of 2024 annual report
- D. Ordinary resolutions

To consider and, if thought fit, to pass the following ordinary resolutions (which require the approval of a simple majority of the votes of those shareholders entitled to vote and voting on the resolution):

Resolution 1 - Re-election of George Adams:

That George Adams, who retires and who is eligible for re-election, be re-elected as a director of the Company. See also Explanatory Note 1.

Resolution 2 - Auditor’s remuneration:

That the directors be authorised to fix the remuneration of the auditor. See also Explanatory Note 2.

- E. Other business

To consider any other business that may properly be brought before the Annual Meeting.

Transcripts of the Chair’s and Chief Executive Officer’s addresses to the Annual Meeting, and any accompanying slide presentations, will be released to the NZX market announcement platform and posted on the Company’s website at the same time as they are delivered to the Annual Meeting.

George Adams
Chair
25 October 2024



EXPLANATORY NOTES

The purpose of these explanatory notes (“Explanatory Notes”) is to provide shareholders with information on the matters to be considered at the Annual Meeting.

ORDINARY RESOLUTION 1: RE-ELECTION OF GEORGE ADAMS



GEORGE ADAMS DipFSA(Hons), FCA, CFInstD
Independent Chair of the Board

Term of office

Appointed as a director on 1 June 2018
Last re-elected 25 November 2021 Annual Meeting

Board Committees

Nomination (Chair), Audit and Remuneration



ORDINARY RESOLUTION 1: RE-ELECTION OF GEORGE ADAMS (CONT'D)

Profile

George has been an independent director of the Company since June 2018.

He was appointed Chair of the Board and Chair of the Board's Nomination Committee in July 2020 and is also a member of the Board's Audit and Remuneration Committees.

George brings outstanding commercial and governance experience from more than 30 years of international business experience in the fast-moving consumer goods and telecommunications industries, as well as a strong background in occupational health and safety.

George was previously Managing Director of Coca-Cola Amatil New Zealand and Fiji, a role he held for 10 years. During this time, George also chaired the New Zealand Food and Grocery Council.

Prior to moving to New Zealand in 2003, George was Finance Director of British Telecom Northern Ireland and Group Finance Director of Dublin-based bottling company Molino Beverages.

George is also currently Chair of Synlait Milk Limited and a director of ArborGen Holdings Limited, both of which are also listed on the NZX.

Pursuant to NZX Listing Rule 2.7.1, a director must not hold office (without re-election) past the third annual meeting following the director's appointment or three years, whichever is longer. Accordingly, George Adams must retire. A retiring director is eligible for re-election.

The other directors unanimously support the re-election of George Adams as a director.

The Board has determined that George will continue to be an independent director.

ORDINARY RESOLUTION 2: AUDITOR'S REMUNERATION

The Companies Act 1993 requires the Company to appoint an auditor and provides that the fees and expenses of an auditor appointed at an annual meeting can be fixed in the manner determined at that meeting.

Pursuant to section 207T of the Companies Act 1993, PwC is automatically reappointed as external auditor for the financial year ending 30 June 2025 at the Annual Meeting.

Section 207S of the Companies Act 1993 provides that the remuneration of the auditor is to be fixed in such a manner as the Company determines at the Annual Meeting.

The Board unanimously recommends that, consistent with commercial practice, the auditor's remuneration should be fixed by the directors.

Authority for the directors to fix the remuneration of the auditor is given by way of resolution at each annual meeting of shareholders of the Company.



PROCEDURAL NOTES

VOTING

As required by NZX Listing Rule 6.1.1, the Chair of the Annual Meeting will be calling a poll in relation to all the resolutions to be put to shareholders at the Annual Meeting so that the results will be determined on the basis of one vote per share held.

No shareholder is prohibited from voting on the resolutions and all shareholders will vote together as one class.

PERSONS ENTITLED TO VOTE

For the purposes of voting at the Annual Meeting, only those shareholders registered as such as at 5.00 pm on Friday, 22 November 2024 shall be entitled to attend and exercise the right to vote at the Annual Meeting and only the shares registered in those shareholders' names at that time may be voted at the Annual Meeting.

DIRECTORS' INTENTION TO VOTE

Where shareholders appoint the directors of the Company, including the Chair, as their proxy and expressly grant the directors discretion on how to cast their votes, the directors have advised that they intend to vote in favour of all resolutions, except that the Chair will abstain from voting discretionary proxies in respect of his own re-election.

PROXIES AND CORPORATE REPRESENTATIVES

Any shareholder who is entitled to attend and vote at the Annual Meeting may appoint a proxy (or representative in the case of a corporate shareholder) to attend and vote instead of him or her. A proxy need not be a shareholder of the Company. A shareholder may appoint the Chair of the Annual Meeting or any other director as his or her proxy if he or she wishes.

In addition, where a shareholder does not name a person as their proxy but otherwise completes the proxy and postal voting form in full, or where a shareholder's named proxy does not attend the Annual Meeting, the Chair of the Annual Meeting will act as that shareholder's proxy and will vote in accordance with that shareholder's express direction and, if expressly granted a discretion on how to vote, will vote in favour of all resolutions, except that the Chair will abstain from voting discretionary proxies in respect of his own re-election.

To appoint a proxy, shareholders should complete the relevant sections of the proxy and postal voting form accompanying this Notice of Meeting which must be deposited with the Company using one of the methods outlined on the proxy and postal voting form by 2.00 pm on Sunday, 24 November 2024 (being 48 hours before the start of the meeting).

These methods include:

1. lodging the proxy appointment online on the website of the Company's share registrar www.investorvote.co.nz; or
2. returning the signed proxy and postal voting form to the Company's share registrar (a) using the reply-paid envelope provided; (b) by faxing to +64 9 488 8787; or (c) by e-mailing to corporateactions@computershare.co.nz.

POSTAL VOTING

Shareholders entitled to attend and vote at the Annual Meeting may cast a postal vote instead of attending in person or appointing a proxy to attend. Victor Tan, the Company Secretary, has been authorised by the Board to receive and count postal votes at the Annual Meeting ("Authorised Person").

To cast a postal vote, shareholders should complete the relevant sections of the proxy and postal voting form accompanying the Notice of Meeting which must reach the Authorised Person using one of the methods outlined on the proxy and postal voting form by 2.00 pm on Sunday, 24 November 2024 (being 48 hours before the start of the meeting).

These methods include:

1. lodging the postal vote online on the website of the Company's share registrar www.investorvote.co.nz; or
2. returning the signed proxy and postal voting form to the Company's share registrar (a) using the reply-paid envelope provided; (b) by faxing to +64 9 488 8787; or (c) by e-mailing to corporateactions@computershare.co.nz.



PROCEDURAL NOTES (CONT'D)

ONLINE PROXY APPOINTMENT AND POSTAL VOTING

To lodge proxy appointments and postal voting online, shareholders will need to follow the prompts online at www.investorvote.co.nz. Shareholders will require their CSN/ Securityholder Number and postcode (if in New Zealand) or country of residence (if outside New Zealand) and the secure access control number, all of which can be found on the proxy and postal voting form accompanying the Notice of Meeting.

Alternatively, shareholders can scan the QR code that appears on their proxy and postal voting form with their smartphone or tablet and follow the directions provided. To scan the code, shareholders need to have already downloaded a free QR code reader to their smartphone or tablet. When scanned, the QR code will take them directly to the mobile voting site.

SHAREHOLDER QUESTIONS

Shareholders present at the Annual Meeting will have the opportunity to ask questions when invited to during the Annual Meeting. Alternatively, shareholders can submit questions ahead of the Annual Meeting by writing to the Board and submitting it to the Company in the reply-paid envelope or by email to KMain@bremworth.co.nz.

Motions will not be allowed from the floor.

The Company's external auditor, PwC, will be available during the Annual Meeting to answer questions from shareholders in respect of the external audit function and the audit of the financial statements for the year ended 30 June 2024.

VENUE AND PARKING

VENUE

Residium Design + Building Centre
165 The Strand, Parnell, Auckland

PARKING

Bremworth will try to secure as many carparking spaces at the Residium as possible for shareholders attending the Annual Meeting, but please note that there are limited number of carparks available at the venue.

Shareholders will be directed to the appropriate carparks at the venue on arrival but, failing that, will be directed to the Wilson Carpark at 70, The Strand, Parnell.

Additionally, a mix of free and metered parking may be available on nearby streets, including Gladstone Road, St Georges Bay Road, Kenwyn Street and Watt Street.





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