



Notice of Annual Meeting of Shareholders

On behalf of the Board of Directors, I am pleased to invite you to the 2023 Annual Meeting of Shareholders of Accordant Group Limited (AGL) which will be held both in person, at Link Market Services in Auckland, and online via live webcast, on Monday 21 August 2023 at 10:00am (NZT).

Attendance in person:

Link Market Services, Level 30, PwC Tower, 15 Customs Street, Auckland, New Zealand

Attendance online:

www.virtualmeeting.co.nz/agl23

When: Monday 21 August at 10:00am (NZT)

Shareholders attending the meeting – both in person and online – will be able to vote and ask questions at the meeting. Shareholders can also pre-submit questions either online at <https://investorcentre.linkgroup.nz/voting/AGL> or using the enclosed proxy form. Questions will need to be submitted by 10:00am (New Zealand time) on Saturday, 19 August 2023.

If you cannot attend the Annual Meeting, I encourage you to complete and lodge the proxy form in accordance with the instructions on the back of that form so that it reaches Link Market Services by 10:00am (New Zealand time) on Saturday, 19 August 2023.

ITEMS OF BUSINESS:

1. Chairman's Introduction.
2. To note the consolidated financial statements for the year ended 31 March 2023.
3. CEO Report and Update.
4. Resolutions (see Explanatory Notes below):
 - **Director Elections** (Ordinary Resolutions)
In compliance with the rotation requirements of Listing Rule 2.7.1; two directors are due for re-election in 2022:
 - 4.1 **Simon Hull** retires as a Director by rotation and being eligible offers himself for re-election. Accordingly, the meeting is asked to consider, and if thought fit, to:
 - That Simon Hull is re-elected as a Director.
 - 4.2 **Laurissa Cooney** retires as a Director by rotation and being eligible offers herself for re-election. Accordingly, the meeting is asked to consider, and if thought fit, to:
 - That Laurissa Cooney is re-elected as a Director.
 - **Auditors' Fees** (Ordinary Resolution)
To authorise the Directors to fix the fees and expenses of the auditors for the year.
5. To note that the Directors anticipate issuing Restricted Shares to key staff pursuant to a Staff Share Incentive Scheme; and may redeem and cancel existing shares issued under the 2018, 2020, 2021 and 2022 Schemes, if staff holding shares resign from the Group during the year.

6. General Business.

The Board recommends you vote in favour of all resolutions.

You will also find enclosed a disclosure document in respect of the provision of financial assistance and the acquisition of restricted shares issued by the Company in connection with the Company's restricted share schemes. This disclosure document is required under the Companies Act 1993 and is provided to you for your information. You are not required to take any action in relation to it.

VOTING BY PROXY

A shareholder entitled to attend and vote at the meeting may appoint a proxy to attend and vote on that shareholder's behalf. A proxy need not be a shareholder of the Company. To appoint a proxy, a shareholder should complete and sign the proxy form included with the notice of meeting, return it to the office of the Company's Share Registrar.

Alternatively, proxy votes can be lodged online by viewing the Link Market Services website:

<https://investorcentre.linkgroup.nz/voting/AGL> You will be required to enter your CSN/Holder number and Authorisation Code (FIN) to securely access the website, and then follow the prompts to appoint your proxy and exercise your vote.

For a proxy form to be valid, it must be received (either by post or online, as outlined above) no later than 10:00am (NZ time) on Saturday, 19 August 2023. If the form is sent by post, it must be received by that time at the offices of the Company's Share Registrar, Link Market Services Limited, PO Box 91976, Victoria Street West, Auckland 1142 or Level 30, PwC Tower, 15 Customs Street, Auckland, New Zealand

We hope that you are able to attend the meeting.

For the Board,



Simon Bennett
Chairman
25 July 2023

EXPLANATORY NOTES

Election of Directors

Simon Hull biography:

Simon founded the Allied Work Force business in 1988. He was AWF Managing Director for 27 years and is Accordant Group's largest shareholder. He has been instrumental in growing what is now the Accordant business from a single office in Penrose to its current market leading position. Before founding Allied Work Force, Simon was involved in farming, horticulture, and small business management. He continues to be involved in marine-focussed businesses as well as pursuing his onshore and offshore yacht racing passion. Simon joined the Board as a non-executive ("non-independent") Director February 2005.

Laurissa Cooney biography:

Laurissa, who is of Te Ati Hau Nui a Papa Rangi (Whanganui) descent, joined the Board as an independent Director in August 2020. Laurissa has previously held senior management, auditing and consulting roles with Deloitte in New Zealand and Deloitte Touche in London and was the CFO for Te Whare Wananga o Awanuiārangi. She currently serves as a Co-Chair of the Tourism ITP for the Environment, and she is an independent Director for Air New Zealand and Goodman (NZ). She is also a Chair for the Ngai Tai Ki Tamaki Audit & Risk Committee and a Guardian of Aotearoa Circle. Laurissa is a Chartered Member of the Institute of Directors and a member of the Chapter Zero steering committee. Laurissa joined the Board as an Independent Director in August 2020.

Auditors' Fees

Deloitte Limited are the current auditors to Accordant Group Limited and will be automatically reappointed under section 207T of the Companies Act 1993. The purpose of the resolution is to authorise the Board under the Act to fix the fees and expenses of the auditor.