

NOTICE OF MEETING
2024

NOTICE OF MEETING

Notice is given that the Annual Meeting of Shareholders of Hallenstein Glasson Holdings Limited (HGHL or the Company) will be held at Rydges Latimer, 30 Latimer Square, Christchurch, and online at <https://meetnow.global/nz> on Tuesday 10 December 2024 at 10:00 am.

Please refer to the Virtual Meeting Guide available at www.computershare.com/vm-guide-nz for further information on how to participate online.

The Company's shareholders are invited to join the Directors for morning tea at 9:30am prior to the meeting.

AGENDA

GENERAL BUSINESS

1. Chairman's Address

2. Executive Address

3. Director Elections

To consider, and if thought fit, to re-elect as Directors of the Company (by ordinary resolution of the shareholders) the following persons, who retire in accordance with the NZX Listing Rules and the Company's constitution and offer themselves for re-election:

Resolution 3.1: To re-elect Warren Bell as a Director.

Resolution 3.2: To re-elect Graeme Popplewell as a Director.

Resolution 3.3: To re-elect James Glasson as a Director.

As at the date of this Notice of Meeting, the Board has determined that:

- Mr. Popplewell is an Independent Director for the purposes of the NZX Listing Rules; and
- Mr. Bell and Mr. Glasson are not Independent Directors for the purposes of the NZX Listing Rules.

See the explanatory notes.

4. Auditor

To record the reappointment of PricewaterhouseCoopers as Auditor of the Company pursuant to section 207T of the Companies Act 1993, and authorise the Directors to fix the remuneration of the Auditor for the ensuing year.

5. General Business

RESOLUTIONS

The resolutions in items 3 and 4 above require approval by way of an ordinary resolution of shareholders. An ordinary resolution is a resolution passed by a simple majority (i.e. over 50% of the votes of shareholders of the Company entitled to vote and voting).

ADDRESSES BY CHAIRMAN AND EXECUTIVE

Please note that for shareholders who are unable to attend the meeting, a transcript of the Chairman's and Executive addresses to the meeting (and any accompanying slide presentations) will be posted on the Company's website at www.hallensteinglasson.co.nz and released to NZX's market announcement platform at the same time or before they are delivered to the meeting.

PROXIES

1. Any shareholder of the Company entitled to attend and vote at the Annual Meeting may appoint a proxy to attend and vote in the place of that shareholder. A proxy need not be a shareholder of the Company.
2. A proxy granted by a company must be executed by a duly authorised director, officer or attorney of that company.
3. Enclosed with this Notice of Meeting is a proxy form. To be valid, the proxy form must be returned duly completed to Computershare Investor Services Ltd, Private Bag 92119, Auckland 1142, so it is received no later than 10.00 am on Sunday 8 December 2024.
4. Each of the Directors of the Company listed below offers themselves as a proxy to shareholders:
Chairperson — W J Bell
T C Glasson
M J Ford
K Bycroft
G Popplewell
S Vincent
J Glasson
J Appleyard
5. If, in appointing a proxy, you have inadvertently not named someone to be your proxy, or your named proxy does not attend the meeting, the Chair of the meeting will be your proxy and will vote in accordance with your express direction.

EXPLANATORY NOTES

AGENDA ITEM 3 – DIRECTOR ELECTIONS

Under NZX Listing Rule 2.7.1 a director must not hold office past the later of three years and the third annual meeting after their appointment without being re-elected by shareholders.

Directors Warren Bell, Graeme Popplewell and James Glasson retire in accordance with these requirements and, being eligible, offer themselves for re-election.

Warren Bell

Appointed: December 1986

Last re-elected: 21 December 2021

Warren Bell is a non-executive Director and is the Chairperson of the Board. He was appointed to the Board in December 1986. Mr Bell holds appointments on a number of boards of both public and private companies and is a professional director.

Graeme Popplewell

Appointed: March 1985

Last re-elected: 21 December 2021

Graeme Popplewell is an independent non-executive Director. He was appointed to the Board in March 1985. Mr Popplewell has a wealth of experience in finance and retail previously holding the CFO and CEO roles within the business for a number of years.

James Glasson

Appointed: April 2021

Last elected: 21 December 2021

James joined Glassons Australia in 2013, after completing a Master of Arts; Fashion Retail at the London College of Fashion (University of Arts). Taking on various roles within the business over the last 11 years, including Brand Manager, General Manager and Acting National Retail Manager, James was appointed as CEO of Glassons Australia in October 2017.

The Board unanimously supports the re-election of Warren Bell, Graeme Popplewell and James Glasson.

A photograph of two men sitting in the front seats of a convertible car. The man on the left is wearing a white short-sleeved button-down shirt and light blue denim shorts, smiling and looking out the window. He has a bird tattoo on his neck and a snake tattoo on his left forearm. The man on the right is wearing a grey t-shirt and dark shorts, also smiling and looking towards the camera. He has a tattoo on his right forearm. The background shows a desert landscape with Joshua trees and mountains under a cloudy sky.

HALLENSTEINS GLASSONS

HALLENSTEINS.COM

GLASSONS.COM

HALLENSTEINGLASSON.CO.NZ