



NOTICE OF MEETING 2024

Notice is hereby given that the Annual Meeting of Shareholders of Blis Technologies Limited (Company) will be held:

Wednesday 28 August 2024 11:00am

Dunedin Public Art Gallery, Auditorium,
30 The Octagon, Dunedin

Registrations will open at 10.30am.

Stream online at www.virtualmeeting.co.nz/blt24



NOTICE OF ANNUAL MEETING

BUSINESS

The business of the Meeting will be:

1. Chair's Address

Geoff Plunket (Chair)

2. Chief Executive Officer's Address

Scott Johnson

3. Re-election of Geoff Plunket as a Director (Resolution 1)

To consider, and if thought fit, pass the following Ordinary Resolution:

"That Geoff Plunket be re-elected as a Director of the Company."

See Explanatory Notes

4. Re-election of Dr Barry Richardson as a Director (Resolution 2)

To consider, and if thought fit, pass the following Ordinary Resolution:

"That Dr Barry Richardson be re-elected as a Director of the Company."

See Explanatory Notes

5. Election of Anita Johansen as a Director (Resolution 3)

To consider, and if thought fit, pass the following Ordinary Resolution:

"That Anita Johansen be elected as a Director of the Company."

See Explanatory Notes.

6. Auditors (Resolution 4)

To record that Deloitte are reappointed as auditors of the Company in accordance with section 207T of the Companies Act 1993 and if thought fit, to pass the following Ordinary Resolution:

"That the Directors be authorised to fix the remuneration of the auditors for the ensuing year."

7. Other Business

To consider any other ordinary business which may properly be brought before the Meeting.

VIRTUAL ANNUAL MEETING

Shareholders will be able to attend the Meeting in person, or, alternatively, will be able to attend and participate at the Meeting virtually via an online platform provided by the Company's share registrar, MUFG Corporate Markets (formerly Link Market Services) at www.virtualmeeting.co.nz/blt24.

Shareholders attending and participating in the Meeting virtually via the online platform will be able to vote and ask questions during the Meeting.

More information regarding virtual attendance at the Meeting (including how to vote and ask questions virtually during the Meeting) is available in the Virtual Annual Meeting Online Portal Guide, which is available at https://bcast.linkinvestorservices.co.nz/MUFG/MUFG_VirtualMeetingGuide.pdf

PROXIES

All shareholders are entitled to attend and vote at the Meeting or to appoint a proxy to attend and vote in their place.

A proxy need not be a shareholder of the Company. **Enclosed** with this notice of Meeting is a proxy/corporate representative form. If you wish, you may appoint "The Chair of the Meeting" as your proxy or as an alternative to your named proxy. The Chair of the Meeting intends to vote all discretionary proxies in favour of the relevant resolution.

For the appointment of a proxy to be valid, the form must be lodged at the Company's Share Registry, MUFG Corporate Markets (formerly Link Market Services), by any of the methods specified on the proxy form (being online, by scanning and emailing, post or delivery), to be received no later than 48 hours before the start of the Meeting (that is, by **11:00am on Monday 26 August 2024**). Postal voting is not permitted.

CORPORATE REPRESENTATIVES

A body corporate which is a shareholder may appoint a person to attend the Meeting on its behalf in the same manner as that in which it could appoint a proxy. The form to appoint a proxy/corporate representative must be signed on behalf of the body corporate by a person acting under the body corporate's express or implied authority.

VOTING

All resolutions are ordinary resolutions (**Ordinary Resolutions**). In order for them to be passed, they require the affirmative vote of a simple majority, being more than 50% of the votes cast by those shareholders entitled to vote and who vote in person or by proxy.

By order of the Board of Directors



Geoff Plunket (Chair)
30 July 2024

EXPLANATORY NOTES

In these explanatory notes, references to 'Listing Rules' are to the NZX Listing Rules.

1. ROTATION OF DIRECTORS

- 1.1 The Listing Rules state 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.
- 1.2 Accordingly, Geoff Plunket and Dr Barry Richardson retire by rotation at this Meeting and seek re-election.
- 1.3 All other Directors (except for Anita Johansen - see explanatory notes for Resolution 3) have been elected (or re-elected) at the two most recent annual Meetings so will continue to hold office.

2. RESOLUTION 1

Re-election of Geoff Plunket

- 2.1 Geoff was appointed as a Director of Blis Technologies Limited in May 2018, taking over the chair role in July 2021.
- 2.2 Geoff worked for Coopers & Lybrand (now PwC) and KPMG in Dunedin and Birmingham, UK through the 1980's before joining Port Otago Limited in 1988, as Chief Financial Officer. Geoff spent the following 29 years with the Port Otago Group, before retiring in 2017. Geoff worked across the business in a variety of roles, culminating in appointment as CEO in 2004, a position he held until retirement. Geoff is also an independent Director on the Port of Auckland.
- 2.3 Geoff is a Fellow of Chartered Accountants Australia and New Zealand, and a Member of the Institute of Directors.
- 2.4 These details will also be available on the Company's website: www.blis.co.nz/pages/corporate-governance.
- 2.5 The Board has determined that Mr Geoff Plunket is an Independent Director for the purposes of the Listing Rules and supports his re-election as a Director.



3. RESOLUTION 2

Re-election of Dr Barry Richardson

- 3.1 Barry is Dunedin based and has been a Director of Blis Technologies Limited since July 2018, serving on the Audit and Risk Committee during this time.
- 3.2 Barry joined the NZ Dairy Board in 1985 after a period in research and development and also undertook business development roles in two joint venture companies. In 1991 he joined Tatua Co-op Dairy Co. Limited to develop a milk biologics business and was also General Manager, International and Strategic Development. Barry later became CEO of Westland Milk Products Limited when the company chose to independently market its own dairy products with the deregulation of the dairy industry at the end of 2001.
- 3.3 Transitioning to Blis Technologies Limited in 2006, Barry served as CEO until 2016 and currently serves as a Director at CertusBio Limited.
- 3.4 With academic credentials including an M.Sc. (Hons) in Biochemistry and a PhD from Massey University, Barry is recognized as a Fellow of both the NZ Institute of Management and the NZ Institute of Food Science and Technology. He received the prestigious JC Andrews award in 2003 for his contributions to Food Science and Technology.
- 3.5 These details will also be available on the Company's website: <https://blis.co.nz/pages/corporate-governance>.
- 3.6 The Board has determined that Dr Barry Richardson is an Independent Director for the purposes of the Listing Rules and supports his re-election as a director.



EXPLANATORY NOTES

4. RESOLUTION 3

Election of Anita Johansen



- 4.1 Anita Johansen is the CEO of Probi AB and was appointed by the Board in accordance with clause 11.2 (b) of the constitution of the Company on 1 January 2024.
- 4.2 Under the Listing Rules, any Director appointed by the Board during the year shall hold office until the commencement of the next annual meeting, when they will cease to hold office and, being eligible, may put themselves forward for election at that meeting.
- 4.3 Accordingly, Anita Johansen ceases to hold office at the Meeting and offers herself for election by shareholders.
- 4.4 Further details in relation to Anita Johansen are set out below. These details will also be available on the Company's website: www.blis.co.nz/pages/corporate-governance
- 4.5 Anita Johansen is currently CEO of Probi AB. Anita is also currently serving as an elected board member of International Association of Probiotics (IPA) and on the board of IPA Europe.
- 4.6 Anita joined Probi AB in April 2022 as the Vice President of Research and Development, and since April 2023 has been the CEO. Throughout her career she has been working with product development and held leadership positions in global consumer healthcare companies, such as Ferrosan, Pfizer Consumer Healthcare, Novozymes and USP Zdrowie.
- 4.7 Anita earned her Master of Pharmacy and her PhD in Pharmaceutical Technology from the Danish University of Pharmaceutical Sciences, University of Copenhagen.
- 4.8 The Board has determined that Anita Johansen is not an Independent Director due to her role as CEO of Probi AB, which is a substantial product holder of Blis Technologies Limited.
- 4.9 The Board supports the election of Anita as a Director.



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