

## **GREENFERN INDUSTRIES LIMITED**

### **NOTICE OF ANNUAL MEETING OF SHAREHOLDERS 2023**

Greenfern Industries Limited (**GFI** or the **Company**) hereby gives you notice that the annual meeting of shareholders of the Company (the **Meeting**) will be held at 3 p.m. on 29 September 2023 at HQ 125, 125 Queen Street, Auckland CBD, Auckland 1010.

#### **AGENDA**

**A. Chairman's address and Managing Director's address**

Chairman, Marvin Yee, and Managing Director, Dan Casey, will provide an overview of the Company's performance for the year ended 31 March 2023 and the trading performance and strategy for the current financial year. There will be an opportunity for Shareholders to ask questions after the addresses.

**B. Consideration and Discussion of the Annual report.**

**C. Resolution**

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

**Resolution 1 – Auditor fees and expenses**

*"That the directors of the Company be authorised to fix the fees and expenses of the Company's auditor."*

**D. General business and Shareholder discussion**

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

#### **By order of the Board**

Date: 25 August 2023

Marvin Yee  
**Chairman, Greenfern Industries Limited**

#### **Ends**

***This Notice of Meeting is an important document and requires your immediate attention. It should be read in its entirety. It has been prepared to advise you of the forthcoming Meeting and to assist you in understanding the Resolutions to be put to Shareholders for consideration at the Meeting. The Directors encourage you to read this Notice of Meeting and exercise your right to vote.***

***If you do not understand any part of this document or are in doubt as to how to deal with it, you should consult your broker or other professional adviser as soon as possible.***

*Please call Dan Casey at Greenfern Industries Limited on +64 27 420 2476 if you have any queries about the Resolutions or this Notice of Meeting.*

## **PROCEDURAL NOTES AND IMPORTANT INFORMATION**

### **Explanatory Notes**

Explanatory notes for the Resolutions are set out on page 3 of this Notice of Meeting.

A Glossary of terms used throughout this Notice of Meeting is included in the Appendix.

### **Proxies**

Any Shareholder who is entitled to attend and vote at the Meeting may appoint a proxy to attend and vote at the Meeting. A proxy does not need to be a shareholder of the Company. If you appoint a proxy, you may either direct your proxy how to vote for you on some or all resolutions or you may give your proxy discretion to vote as he or she sees fit. If you wish to give your proxy discretion, then you must mark the appropriate boxes on the form to grant your proxy that discretion. If you do not tick any box for a particular resolution, then the proxy will vote or abstain from voting as he or she sees fit.

If, in appointing a proxy, you do not name a person as your proxy but otherwise complete the proxy form in full, or your named proxy does not attend the Meeting, the Chairman of the Meeting will act as your proxy and may only vote in accordance with your express direction.

The Chairman of the Meeting (who will be Marvin Yee and, in his absence, another Director) is willing to act as proxy for any shareholder who wishes to appoint him. To appoint the Chairman, simply enter "The Chairman of the Meeting" in the space allocated in 'Step 1' of your proxy form.

If the Chairman of the Meeting is appointed as a proxy and you have given your proxy discretion to vote as he sees fit, the Chairman of the Meeting will vote in favour of all Resolutions.

Shareholders can elect to submit their proxies online or return their form to our Share Registrar, Computershare Investor Services Limited.

To appoint your proxy and vote online, please visit [www.investorvote.co.nz](http://www.investorvote.co.nz). Follow the prompts to complete your proxy appointment and vote.

If you wish to email or mail the proxy form, please send it to our Share Registrar, Computershare Investor Services Limited, at:

corporateactions@computershare.co.nz

*Computershare Investor Services Limited  
Private Bag 92119  
Auckland 1142  
New Zealand*

The completed proxy form must be received by our Share Registrar no later than 3:00 p.m. on 27 September 2023 (being 48 hours before the Meeting). Any proxy form received after that time will not be valid for the Meeting.

### **Ordinary resolutions**

All Resolutions are ordinary resolutions. An ordinary resolution is a resolution that is approved by a simple majority of the votes of those Shareholders that are entitled to vote and voting on the resolution.

### **Voting**

Voting entitlements for the Meeting will be determined as at 3:00 p.m. (New Zealand time) on 27 September 2023. Registered Shareholders at that time will be the only persons entitled to vote at the Meeting and only the shares in the Company registered in those Shareholders' names at that time may be voted at the Meeting.

The Chairman of the Meeting will require voting at the Meeting to be conducted by poll as required by the Listing Rules.

### **More information**

If you have any questions, or for more information, please contact Dan Casey at Greenfern Industries Limited on +64 27 420 2476.

## **EXPLANATORY NOTES**

### **Annual report:**

1. The meeting will receive, consider and discuss the Annual Report of Greenfern Industries Limited for the year ended 31 March 2023, including the financial statements for that year and the Directors' and auditor's reports to the Shareholders.

### **Resolution 1 – Auditor fees and expenses**

2. Section 207S of the Companies Act provides that, if the auditor is appointed at a meeting of the Company (expressly by resolution or by automatically by operation of section 207T of the Companies Act), the fees and expenses of the auditor must be fixed by the Company at the Meeting or in the manner that the Company determines at the Meeting. Resolution 1 accordingly authorises the Directors to fix the fees and expenses of the auditor for the financial year ending 31 March 2024.

## **APPENDIX - GLOSSARY**

**Board** means the board of directors of the Company.

**Companies Act** means the Companies Act 1993.

**Directors** means the directors of the Company.

**Listing** means the listing and quotation of the Company's ordinary shares on the NZX Main Board.

**Listing Rules** means the NZX Listing Rules dated 1 April 2023.