

# ALLIED FARMERS

## ALLIED FARMERS LIMITED

### NOTICE OF ANNUAL MEETING 2016

---

Notice is hereby given that the Annual Meeting of Shareholders of Allied Farmers Limited (“**the Company**” or “**ALF**”) will be held at the TSB Hub, Camberwell Road, Hawera (entrance from either Waihi Road or Camberwell Road) on Tuesday 29 November 2016 at 11.00am.

#### Items of Business

- a. Chairman’s introduction
- b. Addresses to shareholders
- c. Shareholder discussion
- d. Resolutions.

#### Resolutions

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

1. **Director re-election:** That Philip Luscombe be re-elected as a Director of the Company.
2. **Auditor’s fees:** That the Directors be authorised to fix the auditor’s fees and expenses for the ensuing year.

#### Ordinary Resolution

The business for the meeting is to pass the ordinary resolutions set out above. An ordinary resolution is a resolution passed by a simple majority of votes of holders of securities which carry votes, entitled to vote, and voting.

#### Attendance and Voting

Your rights to vote may be exercised by:

- (a) attending and voting in person; or
- (b) appointing a proxy (or representative) to attend and vote in your place.

The proxy need not be a shareholder of the Company and the form of appointment of a proxy and voting instructions accompanies this Notice of Annual Meeting. The Chairman of the Meeting is willing to act as proxy for any shareholder who may wish to appoint him for that purpose and he intends to vote in favour of all resolutions where he is given a “Proxy Discretion”. Shareholders wishing to appoint a proxy (or representative) must complete and send the proxy form so that it is received by Link Market Services no later than 12:00pm on Friday 25 November 2016.

## **Corporate Representatives**

A corporation 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.

By order of the Board of Directors

Garry Bluett  
Chairman  
7 November 2016

---

## **EXPLANATORY NOTES**

### **Resolution 1: Re-election of Philip Luscombe as a Director**

Pursuant to NZX Main Board Listing Rule (**Rule**) 3.3.11, one third of the Company's Directors must retire by rotation at each annual meeting. Philip Luscombe retires in accordance with Rule 3.3.11 and offers himself for re-election.

Mr Luscombe was appointed a Director of Allied Farmers Limited in December 2005. He is an experienced farmer with interests in dairy farms in Taranaki and Otago, and in farm forestry. He is a Director of PKW Farms GP Limited, as well as a number of private companies. He is a trustee of The Massey-Lincoln and Agricultural Industry Trust and a former trustee of the Massey University Agricultural Research Foundation. He is a former director of Kiwi Cooperative Dairies Limited, Kiwi Milk Products Limited, Dairy InSight and industry research company Dexcel. Mr Luscombe is an independent director of Allied Farmers Limited. He has the following qualification: BAgSci(Hons).

The Board unanimously supports Philip's re-election.

### **Resolution 2: Payment of auditor's fees**

PricewaterhouseCoopers are automatically reappointed as auditors under section 207T of the Companies Act 1993. Resolution 2 authorises the Directors to fix the fees and expenses of the auditors for the ensuing year under section 207S of the Companies Act 1993.