

The Colonial Motor Company Limited

and Subsidiary Companies

NOTICE OF ANNUAL MEETING

Notice is hereby given that the 98th annual meeting of shareholders of
The Colonial Motor Company Limited
will be held in the
**Hospitality Suite, St James Theatre, 77-87 Courtenay Place,
Wellington, New Zealand**
on Friday, 4 November 2016 commencing at 12:00 midday.

Agenda

1. The Chairman's introduction
2. Address from the Chairman
3. Shareholder discussion
4. Resolutions (see explanatory notes)
To consider and, if thought fit, pass the following ordinary resolutions.
 - (a) To re-elect Mr James Picot Gibbons as a Director of the Company
 - (b) To re-elect Mr Matthew James Newman as a Director of the Company
 - (c) To record the on-going appointment of Grant Thornton as Auditor and to authorise the directors to fix the Auditor's remuneration.
5. General business

By order of the Board



N K Bartle
Company Secretary
16 September 2016

Explanatory notes to resolutions

Ordinary resolutions are passed by a simple majority of votes.

In accordance with the Company's constitution and the NZX listing rules, one third of the directors are required to retire each year. The directors retiring by rotation at the 2016 Annual Meeting are J P Gibbons and M J Newman. Both continue to be eligible and offer themselves for re-election.

Under section 200 of the Companies Act 1993, the Auditor is automatically re-appointed each year unless ineligible or replaced.

Proxies

Any shareholder is entitled to attend and vote at the meeting or to appoint a proxy to attend on their behalf. A proxy need not be a shareholder of the Company. A proxy form accompanies this notice. Proxy forms must be received at the registered office of the company not later than 48 hours prior to the scheduled commencement of the meeting.

Representatives of Corporations

Corporate bodies appointing a representative to attend the meeting should comply with Clause 23 of the Constitution that reads as follows:

"Appointment of representative: A corporation which is a shareholder may appoint a person to attend a meeting of shareholders on its behalf in the same manner as that in which it could appoint a proxy."