

FINZSOFT SOLUTIONS LIMITED
("Company")

NOTICE OF ANNUAL MEETING

Notice is given that the Annual Meeting of the Company will be held at the offices of PricewaterhouseCoopers, Level 22, 188 Quay St, Auckland, on Monday 18 December 2017 commencing at 2.30pm. You are invited to attend the Company's 2017 Annual Meeting and to join the Directors for light refreshments on the conclusion of the meeting.

The business of the meeting will be:

1. Presentations

The Chairman's address to shareholders.

The Managing Director's presentation to shareholders.

To receive and consider the Annual Report of the Company including the Financial Statements and the Auditor's Report for the 12 month period ending 30 June 2017.

2. Re-election of Directors

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

Resolution 1: "That Mr Andrew Holliday, who retires and offers himself for re-election, be re-elected as a Director of the Company".

Resolution 2: "That Dr Raymond Kwong, who retires and offers himself for re-election, be re-elected as a Director of the Company".

3. Fixing of Auditor's Fees

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

Resolution 3: "That the Directors are authorised to fix the remuneration of the auditors for the ensuing year."

Explanatory Note in respect of Ordinary Resolution –Re-election of Directors by Rotation

Pursuant to NZX Listing rule 3.3.11 (Rotation) at every annual meeting at least one third of the Directors (being those who have been longest in office since their last election), shall retire from office.

Accordingly, Mr Andrew Holliday and Dr Raymond Kwong retire by rotation and, being eligible for re-election, offer themselves for re-election.

Explanatory Note in respect of Ordinary Resolution –Auditor's Remuneration

Staples Rodway is the existing auditor of the company. Pursuant to section 207T(1) of the Companies Act 1993, Staples Rodway is automatically reappointed (unless there are specific circumstances providing otherwise) at the annual meeting as auditor of the company. The proposed resolution is to authorise the directors to fix the auditor's fees and expenses for the following year for the purposes of section 207S of the Companies Act 1993.

Proxies

You may exercise your right to vote at the meeting either by being present in person or by appointing a proxy or representative to attend and vote in your place. A proxy need not be a shareholder of the Company. A proxy form is attached to this notice. If you wish to vote by proxy you must fill in the online form or complete the form and send it to:

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

Please ensure that it is received by Computershare by 2.30pm on Saturday 16 December 2017.

Ordinary resolutions

The resolutions to be put to shareholders at the meeting are to be considered as separate ordinary resolutions. To be passed, each of these resolutions requires the approval of a simple majority of the votes cast by shareholders entitled to vote and voting at the meeting.

By order of the Board



Brent Impey
Chairman
1 December 2017