



NOTICE OF ANNUAL MEETING

Notice is hereby given that the 2020 Annual Meeting of Shareholders of Green Cross Health Limited (“the Company”) will be online on Monday, 24th of August 2020 at 2.30 pm.

BUSINESS:

- A. Chair’s Address
- B. Group Chief Executive Officer’s Address
- C. Financial Statements and Reports
- D. Resolutions

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

- 1. That Kim Ellis be elected as a Director of the Company.
 - 2. That Peter Williams be re-elected as a Director of the Company.
 - 3. That Andrew Bagnall be re-elected as a Director of the Company.
 - 4. That John Bolland be re-elected as Director of the Company.
 - 5. That Carolyn Steele be re-elected as Director of the Company.
 - 6. To authorise the Directors to fix the remuneration of the Auditor for the ensuing year.
- E. To consider any other matter that may be properly brought before the Annual Meeting.

Proxies and voting

Any shareholder who is entitled to attend and vote at the meeting may instead appoint a proxy to attend and vote on their behalf. The Chairman of the Company is willing to act as proxy for any shareholder who may wish to appoint him for that purpose. The Chairman intends to vote any undirected proxies in favour of the resolutions.

If you wish to appoint a proxy please complete the enclosed proxy form and mail to:

Computershare Investor Services limited
Private Bag 92119
Auckland 1142

Alternatively you can complete a proxy form online at www.investorvote.co.nz you will need your CSN/security holder number and FIN to vote on line.

In either case, for your vote to be effective, it must be received not less than 48 hours before the time of holding the meeting.



Note

Biographical information relating to the directors standing for election and re-election at the meeting can be found below.

For and on behalf of the Board

Benjamin Doshi
Chief Financial Officer/Company Secretary

Biographical information relating to the Directors standing for election and re-election:

Kim Ellis

Independent Director

Kim Ellis is a widely experienced Chief Executive best known for his 13 years at the helm of Waste Management NZ Ltd, culminating in the company's sale in 2006. During his tenure he led 40 acquisitions and built a successful business in Australia.

Kim's earlier career encompassed a number of market sectors including health, manufacturing, distribution, transport, property, agriculture and fashion.

Since 2006 Kim has been active in governance. Kim is currently Chair of Metlifecare and the NZ Social Infrastructure Fund; a Director of Freightways, Port of Tauranga, FSF Management Company and Ballance Agri-Nutrients; and consultant to Envirowaste Services.

Kim holds first class honours degrees in Chemical Engineering and Economics. Kim was appointed as Chair of the Company in December 2019.

Peter Williams

Non-Executive Director

Peter Williams is an executive of the Zuellig Group which has significant health care interests in Asia Pacific. In this capacity he is a Director for a number of companies including, in New Zealand, EBOS Group Limited and C.B. Norwood Distributors Limited. Peter is also a Director of Cape Healthcare Limited.

Peter was appointed as a Non-Executive Director of the Company in May 2017.

Andrew Bagnall

Non-Executive Director

Andrew Bagnall holds a Commerce Degree from Otago University and an MBA from Michigan State University. Andrew was a significant investor in Life Pharmacy Limited and following the merger with Pharmacybrands Limited (later renamed Green Cross Health Limited) has continued to hold a significant shareholding in the merged entity.

In Andrew's earlier career, he was a leading figure in the New Zealand travel industry establishing and managing Gullivers Travel Group which became the major distributor of wholesale and retail travel services in New Zealand. Gullivers Travel Group eventually listed on the NZX and Australian stock exchanges.

Andrew was also involved in co-developing one of New Zealand's first commercial retirement villages. Andrew now runs his own private investment company

Segoura, which manages investments in various businesses, and he maintains a keen interest in sports car racing.

Andrew was appointed as a Non-Executive Director of the Company in August 2009.

John Bolland

Non-Executive Director

John Bolland has more than 25 years business experience in private equity, senior management and corporate finance. This includes 14 years with Ernst & Young, where he had Partner level responsibility in Corporate Finance, Audit and Business Advisory. John holds a Bachelor of Commerce from the University of Auckland and is a member of the New Zealand Institute of Chartered Accountants.

John was appointed as a Non-Executive Director of the Company in August 2009.

Carolyn Steele

Independent Director

Carolyn Steele is a Director of Metlifecare Limited, WEL Networks Limited, Ultrafast Fibre Limited, the chair of Halberg Foundation and a Trustee of the New Zealand Football Foundation. Until 2016, Carolyn was a Portfolio Manager at Guardians of New Zealand Superannuation, the Crown entity managing the New Zealand Superannuation Fund. Prior to joining Guardians in 2010, Carolyn spent ten years in investment banking at Forsyth Barr and Credit Suisse/First NZ Capital.

Carolyn was appointed as an Independent Director of the Company in June 2017.
