

# 2024 Annual General Meeting - Pourau Inc

## Voting slip for Committee of Management positions

Number of shares represented .....

In the matter of the Annual General Meeting of the shareholders of Pourau Incorporation held at the Watson Room, Cosmopolitan Club, 190 Derby Street, Gisborne on Saturday, 7<sup>th</sup> December 2024

I, being a shareholder of Pourau Incorporation (or Proxy of ..... a shareholder) Representing ..... shares of Pourau Inc. cast my vote for the candidates listed below who are eligible to be elected to the Committee of Management for Pourau Inc.

2 vacant position/s to be filled on the COM

### **CROSS OUT THOSE YOU DO NOT WISH TO VOTE FOR:**

- 1) Steven Brooking Avail for re-election
- 2) Derrick Hope Avail for re-election
- 3) TBC subject to further Nomination(s) received before cut off time/date
- 4) TBC subject to further Nomination(s) received before cut off time/date
- 5) TBC subject to further Nomination(s) received before cut off time/date

Signature

.....

### **IMPORTANT NOTES:-**

Shareholders and/or any formally nominated proxy that attends the AGM meeting Virtually via zoom link up:

1. must register in advance by/before 4pm Friday 6<sup>th</sup> December 2024;
2. can vote using this form, supplying the requested info, sign and submit to the nominated independent person via email (i.e. jpeg photograph and/or pdf scan) during the meeting for inclusion in the counting process.

# 2024 Annual General Meeting - Pourau Inc

## Voting slip for Special Resolution

**Number of shares represented** .....

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I, being a shareholder of Pourau Incorporation (or Proxy of ..... a shareholder)

Representing ..... shares of Pourau Inc. cast my vote for Special Resolution

**The Committee of Management adopted the resolution listed below during a CoM meeting held on 9<sup>th</sup> March 2024 at BDO, 1 Peel Street, on the basis it was put forward to shareholders at the AGM :-**

- 1) Consent to an order vesting ownership indefinitely of the whare at 3015 Waiapu Road in P Hope.**
- 2) Consent to an occupational order in favour of P Hope to exclusively occupy the whare and land/section at 3015 Waiapu Road.**
- 3) Consent to an application being filed for a partition order in favour of P Hope for the land/section on which the whare stands at 3015 Waiapu Road.**

*For the purposes of clarity and context please review the following Committee of Management (CoM) Minutes of 9<sup>th</sup> March below prior to your vote.*

### **CoM minutes of 9<sup>th</sup> March 2024 :-**

#### **h. Cottage**

- Philip acknowledged the committee members for receiving the letter he submitted to the previous meeting held on 9<sup>th</sup> December 2023 at BDO, prior to the AGM. He appreciated this item required careful thought and discussion and thanked the committee for agreeing to give consideration to this kaupapa.
- Philip referred to his letter addressed to the committee of management regarding the cottage (opposite the homestead and main entrance to Pourau Station); On the basis the lessee does not require the whare situated at 3015 Waiapu Road, nor do they wish to undertake the costs of repair, because it is not required for the farming operation; Pourau's position remains unchanged as had been communicated to Bill Busby in the past eight years (and more recently to McNeil Farms Ltd), then; he asks the committee for their support to consent to an order vesting ownership of the whare indefinitely in favour of Philip Hope (a direct descendant of the founders of Pourau) in recognition of his kaitiaki and his mahi for the betterment of Pourau Inc. which includes responding to cyclone impacts, the vast majority has been unpaid and is quite separate from (and over and above) his role as an elected committee member

and chairperson. Philip said he felt a really strong connection with the cottage and was committed to restoring this whare which he intended would be his forever home that would also support kaitiakitanga of our whenua and provide eligibility to stand for our iwi. He too asked the committee to support a notice of motion for an occupational order for the .101-hectare site the house sits on and support application for partition order on the basis the latter is first put to shareholders at SGM. Because of the scale of work needed to refurbish the house, Philip wishes to partition out the associated 0.101 hectares; to keep it clear and delineate all related responsibilities and costs, so that he -

- is personally responsible for:-
  - de-risking the site which represents considerable costs; and
  - bringing the whare up to a reasonable standard for his occupancy at his own personal cost.
- will be solely responsible for rates and insurances.

- Philip leaves the room to allow the CoM to discuss further. Secretary / Treasurer, Derrick Hope offers to also leave the room as well if it is felt that he has a conflict.
- A discussion ensued regarding the cottage; following which the committee members unanimously agreed it be gifted to Philip. The committee consented to an order vesting ownership of the whare indefinitely in favour of Philip Hope in recognition of his kaitiaki and his mahi for the betterment of Pourau Inc
- After further discussion regarding the .101-hectare site the cottage sits on, the committee were unanimous in their support for granting a notice of motion for an occupational order.
- Further discussion took place regarding what the alternatives may look like (i.e. Papakainga which has an end date as does a formal 99 year lease) the CoM were in general agreement to support a partition order for Philip which is a relatively easy first step then to provide a letter of support once the formal process advances through the MLC as this second step is a little more convoluted and not in the full control of Pourau. The separation order is more arduous (i.e. shareholders can argue against it) so to ensure shareholders are informed well in advance it is proposed to table the motion at a Special General Meeting in advance of the MLC hearing.
- On his return to the room Philip thanked the CoM for their consideration and understanding.

*ENDS*

**If you:-**

• **agree please sign the voting form here:-**                      Signature .....

• **disagree please state the reason(s) below:-**  
 .....  
 .....  
 .....  
 .....  
 .....

**IMPORTANT NOTES:-**

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