



Welcome to the PGG Wrightson Limited

Special Meeting of Shareholders

23 July 2019

Helping grow the country

Agenda

> Welcome

Opening formalities

Business of the Meeting

Item I	Business of the Meeting background: Rodger Finlay, PGW Chairman
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Item II	<i>Special Resolution One: Scheme of Arrangement to return capital</i>
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Item III	<i>Special Resolution Two: Replacement of Constitution</i>
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Item IV	Move Special Resolutions
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Item V	Poll results
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On stage today



Rodger Finlay
Chairman



Stephen Guerin
Chief Executive Officer



Peter Scott
Chief Financial Officer



Julian Daly
GM Strategy and Corporate Affairs

Helping grow the country

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- Apologies
- Notice of Special Meeting
- Proxies and Postal Votes

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Item II *Special Resolution One: Scheme of Arrangement to return capital*

Item III *Special Resolution Two: Replacement of Constitution*

Item IV Move Special Resolutions

Item V Poll results

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> **Item I Business of the Meeting background:
Rodger Finlay, PGG Wrightson Chairman**

Item II *Special Resolution One: Scheme of Arrangement to return capital*

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> **Item II** ***Special Resolution One:
Scheme of Arrangement to return capital***

Item III *Special Resolution Two: Replacement of Constitution*

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Special Resolution One:
Scheme of Arrangement
to return capital

**Special
Resolution
One:**
**Scheme of
Arrangement
to return
capital**

“That the Scheme of Arrangement relating to the return of capital to PGW’s shareholders, as set out in the explanatory notes accompanying the Notice of Special Meeting, be and is approved”.

Special Resolution One:

Questions and discussion

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> **Item III** ***Special Resolution Two:
Replacement of Constitution***

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Special Resolution Two:

Replacement of Constitution

**Special
Resolution
Two:
Replacement
of Constitution**

“That PGW’s existing constitution be revoked, and the constitution referred to in the explanatory notes accompanying the Notice of Special Meeting be and is adopted as PGW’s constitution, with effect from the close of this Special Meeting.”

Special Resolution Two: ***Questions and discussion***

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Thank You

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