GREENWOOD FOREST LP

MINUTES OF THE ANNUAL GENERAL MEETING
HELD AT THE PATUTAHI COMMUNITY HALL & GREENWOOD PROPERTY
ON SATURDAY 9th APRIL 2016 AT 8.30 AM

PRESENT
Roger Dickie (No 32) Ltd (in attendance by Proxy Margaret Prince), Roger & Sally Wells, Andrew & Shelia Paddison.

ATTENDING
Steve Bell & Nathan Wallace(Forest Management (NZ) Ltd), Margaret Prince & Jeff Whitlock (Markhams Waverley Ltd), Roger Dickie, MaryAnn Dickie, Richard Bourne, William Dickie & Charles Dickie, (Roger Dickie (N.Z) Ltd), Edward Dickie (Harvest Logistics).

CHAIRMAN
The Chairman for this meeting is Roger Dickie or his Representative on behalf of the General Partner, Greenwood Carbon Forest Ltd. The Chairman, as The General Partners Representative, was Margaret Prince.

APOLOGIES & PROXIES
Apologies were received from A Tipping, A Edwards, Bald Hill Investments Ltd, B Lambie, C Gingold, D Wilkinson, The Wincanton Family Trust, Esan Property Ltd, G & H Hicks, The West Family Trust, J Tuten III, KAB Ltd, L Prendergast, L & Z Zoll, M Braun, M Cook, M Steinhauser, N Stephenson, The Edmury Trust, The Lion Family Trust, R & D Kent, R Denton, Scotlink Limited, The Century Trust, S Graham, S Kent, The Walter Loveday Trust, Y Gingold.
Proxies were held for the above named.
A Paddison/ R Wells THAT the apologies & proxies be sustained. <u>CARRIED</u>

MINUTES
R Wells/ Roger Dickie (No 32) Ltd (in attendance by Proxy Margaret Prince) THAT the minutes be confirmed.
<u>CARRIED</u>

ARISING FROM MINUTES
Nathan advised the property grazing lease was held off because of the size of the trees that needed remedial work.

REPORTS AND FINANCIAL ACCOUNTS
The Forest Report from Roger Dickie, Forest Management (NZ) Ltd Report, Foundation Corporate Trust, PF Olsen 2016 Tree Crop Valuation, Financial Accounts for the Year Ending 29 February 2016 and the Budget Cashflow Statement year ended 28 February 2017 had been distributed prior to the meeting.

S & R Wells/ Jeff Whitlock THAT the Financial Accounts for the year ended 29 February 2016 be adopted subject to audit. <u>CARRIED</u>

INSURANCE
Discussion on Public Liability Insurance be effected for $10 million 2016/17

BUDGET
Discussion on Budget Cashflow statement for the year of 29 February 2016.
Comments –
The budget confirms costs are covered by Carbon Leasing.

AFTERNOON MEETING

Compliance: Financial Markets Conduct Act (FMCA), Managed Investment Scheme (MIS) Licensing, Anti Money Laundering & Counter Financing of Terrorism Act 2009 and additional Auditing requirements. Roger reminded partners the original Deed of Participation (DOP) needs to be updated in order to comply with the Financial Markets Conduct Act and advised that Kensington Swan Lawyers have been engaged in conjunction with the Statutory Supervisor to complete this. Their comment is that there are only minor changes required. Once completed, the amended DOP will be circulated to partners for adoption.

Roger also reminded partners that the financial statements presented this year were *draft* only. Once the financial statements are audited, they will be uploaded to the website and a meeting called. An email will be sent to partners with a resolution to approve the accounts via online voting. Roger stressed that in the unlikely event of any change from the draft accounts partners would be advised.

Client ID Requirement's: To be compliant with the AML & CFT Act 2009 RDNZ as administrators are now required to have verified ID and bank account numbers of all partners on record. This requires individual Partners, Trustees and Directors to provide a certified photo ID, for example - passport or drivers licence, complete with certified utilities bill confirming physical address and a bank statement. The document certification is to be done by a trusted referee, for example - member of police, Justice of peace, registered medical doctor, lawyer. Richard Bourne advised that this information will be gathered partnership by partnership over the next 6 months and asked that partners cooperate and respond in a timely manner.

Harvest Age: Roger advised that with the forests now commencing harvest at age 26, (as per PF Olsens comment in the annual report), he is keen to ensure that partners are fully informed about the process and planning leading up to the harvest of their forest. To this end Roger advised there will be separate meetings of those partnerships approaching the harvest planning stage, as is happening this year for 7 forests located around Napier, that were planted in 1991 /92.

Health and Safety: RDNZ and FMNZ take Health and Safety very seriously and partners can be assured that as administrators and managers we are very focused on having appropriate protocols and procedures in place, to protect all parties. The H&S policy and procedures are independently audited to ensure they are up to standard and being implemented.

Emissions Trading Scheme and Carbon Markets: Roger advised the arbitrage to secure 'Liability Free' NZUs for each partnership which has proved to be a great move resulting in no further share calls. At the time the budgets were prepared in March NZUs were trading at $9.00 each. As at the date of today's meeting the price has lifted to $11.50, with further upside anticipated now that the Minister has announced the two for one subsidy for emitters would defiantly be removed. *(Note NZUs $17.50 as at July 2016)*

RDNZ Website: The website was continuing to evolve and would always be a work in progress. William Dickie commented that the Online Voting platform was working very well and thanked partners for their cooperation. The aim is to have partners use their own email as their login and set up their own passwords. This would allow partners in multiple partnerships to access all their reports etc with just one login.

Secondary Sales: There has been increased activity over the last 6 months with strong interest in securities offered on the secondary market, both from existing partners and outside parties with interest from overseas buyers in particular.

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Roger Dickie

Greenwood Forest Partnership 2016