PUKEKAKA SHEEP & BEEF FARM LIMITED

MINUTES OF THE ANNUAL GENERAL MEETING
HELD AT PUKEKAKA STATION, TAIHAPE
ON SATURDAY 19TH NOVEMBER 2016 AT 10.00 AM

MEETING OPENED 1.00 pm

PRESENT
R Dickie – Roger Dickie Holdings Ltd, A & S Gibson – The Alron Family Trust, A Turner, G & J Beale, R & C Fulford, D Hamblyn, E & F McLeod, E & M Willis, G Clark, J Crawford, M Crawford, T & G Attwood, Knight Forest Ltd, N Jenkins, N Miller – The Nick Miller Family Trust, R Stoddart & J Keef – RH Stoddart Family Trust, R & K Warren – RG Warren Family Trust, S & F Drummond, G Piercy – The BHAG Company Ltd.

ATTENDING
J Whitlock (Director, Accountant), R Bourne (Roger Dickie NZ), W Dickie (Roger Dickie NZ), R & M Stratton and S Stratton (Pukekaka Station), P Hughes (Farm Advisor-Taihape Vets).

APOLOGIES AND PROXIES
Apologies and Proxies were received from 92 shareholders totaling 5,640,000 shares or 89.5%.

Apologies were received from A Horn, A Tipping, The Johnston Family Trust, A Nixon, A & G Poole, Bellinnes Investments Ltd, B Goh, B & A Evans, BPC Forestry Pty Ltd, B O'Neill & H Davidson, The Birmum Trust, Chazmen Ltd, Nielsen Family Trust, The CGW Family Trust, C Hatton, DJ & JA Williamson Family Trust, O'Brien Family Trust, D Woolner & J Relph, The Wincanton Family Trust, D & L MacMillan, D O'Connor, D Sanvi, The D & B Family Trust, The Kuritau Trust, E Maher, Frank & Beth Davis Trusts Partnership, G & R Howard, G McEwan, G Woolford & J Trueli, G Mellor, Graeme & Heather Mellow Family Trusts Partnerships, G Claridge, Primo Trust, Greve's Forest Ltd, G Major, The Capybara Trust, H Meyer, H Van der Heijden, H Poczwa, JC & YJ Trewavas Ltd, J & C Steeneveld, J Faulkner, Jed G 2 Ltd, J &W Williamson, Judy & John Harrison Family Trust, J Dalmer, The Cooper Family Trust, K Mellor, The Luey Family Trust, L Esler, L Manning, M Ryder, M Steinhauser, M Turnball, M & K Paltridge and B Yolland, M Irwin & S Hunter, Cape Pioneer Trust, n & L Henderson, Next Ten Ltd, N & A Smith, NZ Dairy Farms Ltd, O Melhuish & S Robson, Panekiri Investments Ltd, P Hallett,
P Duncan, P Talbot, P Wellington, RM King Holdings Ltd, RR &PR Simmons Trust, R Werner, R & G Grant, Roc-amadour Forestry Ltd, R & J Ell, R Kennedy, R Archer, R Weskett, R & R Eades, Round Tuit Investments Ltd, Rovan Furniture Ltd, Scotlink Ltd, S Davey & K Hamilton, S & C Thow, S Kent, S Wood, Tangram Co Ltd, T Hutton, E Uebelhoer, W Boyd, Whitfield Ltd, W & C McKenzie, YM Schreurs & Sons Ltd.

It was MOVED by A Gibson and SECONDED by A Turner THAT apologies and proxies be accepted.

CARRIED

MINUTES OF THE PREVIOUS MEETING
The minutes of the 2015 Annual General Meeting had been previously circulated and taken as read.

It was MOVED by R Fulford and SECONDED by E Willis that the minutes of the previous meeting be accepted as true and correct. CARRIED

ANNUAL REPORT

It was MOVED by R Dickie and SECONDED by A Gibson THAT the Annual Report be accepted. CARRIED

AUDITED FINANCIAL ACCOUNTS

It was MOVED by S Drummond and SECONDED by G Clark THAT the Audited Financial Accounts be accepted. CARRIED

APPOINTMENT OF AUDITOR

It was MOVED by N Miller and SECONDED by R Warren THAT Silks Audit Chartered Accountants Limited of Wanganui be reappointed. CARRIED

APPOINTMENT OF DIRECTOR

The Chairman advised that S Barr retires by rotation and is available for re-appointment.

It was MOVED by J Crawford and SECONDED by A Turner THAT Steve Barr be appointed Director. CARRIED

GENERAL BUSINESS

Farm Consultant Paul Hughes talked to his report. He highlighted the high lambing percentage, but noted the property does not suit finishing all these lambs so most are sold as store.

Fertiliser expenditures are at good maintenance levels and are more than Beef & Lamb NZ averages to maintain good production.

Cattle losses are high because of the steepness of terrain and farming system/pasture quality.

In answer to a question Rob explained his current cropping programme. Paul Hughes advised that while he had considerable experience with Hill Country Cropping it represented a significant increase in the risk associated with cropping and for Pukekaka both he and Rob did not believe it was appropriate, at least currently, given the solid results being achieved from conventional cultivation."

House maintenance - Painting and repairing of both Sam's House and Investor House to take place over the next two years.

The poll results are as follows:

89.5% of shareholders responded and of those,63% voted to hold with 37% voting to sell.

R Dickie confirmed that under the constitution that 75% of the shareholding required for a sale of the property. This clearly is not going to be achieved, therefore no formal resolution will be forthcoming.

R Fulford asked why delay the Sale?

R Dickie responded that the market is quite flat for larger properties.

R Fulford asked how do shareholders realise capital without sale of the property. Secondary market has substantial discount.

R Bourne advised there have been some sales, all at a discount.

G Clark spoke of expected returns in the prospectus. He wanted permission to incur $6,500 of expenditure to research alternative farming systems.

E Willis spoke that increased productivity does not necessarily equate to increased profitability.

It was MOVED by G Clark and SECONDED by T Attwood that the meeting seeks within three months to call a meeting to get approval to produce a report commissioned by independent qualified people on production alternatives, budget and projections for Pukekaka at a cost of up to $6,500 to be provided to shareholders and directors.

The motion was LOST.

J Crawford spoke for the meeting, he is in the market to buy any shares that are.

A Turner proposed a vote of thanks to Rob & Maree Stratton, Paul Hughes and the caterers.

The next years AGM is to be in Auckland.

MEETING CLOSED 2.15 pm

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R R Dickie
Pukekaka Sheep & Beef Farm Limited 2016