

WOODLEIGH FOREST LIMITED

MINUTES OF THE ANNUAL GENERAL MEETING HELD AT WAIROA YACHT CLUB ON MONDAY 24th APRIL 2017 AT 8.30AM

PRESENT

Roger Dickie Holdings Ltd (in attendance by Proxy Margaret Prince), A & S Gibson, M & V Crozier.

ATTENDING

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

APOLOGIES

Apologies were received from 22.17% Shareholders representing 485,000 shares and proxies were held for the same, establishing a quorum for the meeting.

M Crozier / Sharon Gibson THAT the apologies and proxies be sustained.

CARRIED

MINUTES

The minutes of the 2016 Annual General Meeting had been circulated.

M Crozier / Roger Dickie Holdings Ltd (in attendance by Proxy Margaret Prince) THAT the minutes be confirmed.

CARRIED

ARISING FROM MINUTES

Nil

REPORTS AND FINANCIAL ACCOUNTS

The Forest Report from Roger Dickie, Forest Management (NZ) Ltd, PF Olsen's 2017 Tree Crop Valuation, Financial Accounts for the Year Ending 28 February 2017 and the Budget Cashflow Statement year ended 28 February 2018 had been distributed prior to the meeting.

S Gibson / V Crozier THAT the Audited Financial Accounts for the year ended 28 February 2017 be adopted.

CARRIED

AUDITOR

V Crozier / S Gibson THAT Silks, Wanganui be appointed auditors and that the Directors be authorised to fix their remuneration for the ensuing year.

CARRIED

DIRECTOR

Nominations were called for the position of Director of the company.

V Crozier / S Gibson THAT R Dickie be elected Director.

CARRIED

M Crozier / Roger Dickie Holdings Ltd (in attendance by Proxy Margaret Prince) THAT no Directors remuneration be payable for the current year.

CARRIED

PUBLIC LIABILITY INSURANCE

S Gibson / V Crozier THAT Public Liability Insurance be effected for \$10 million.

CARRIED

ADMINISTRATION

V Crozier / S Gibson THAT the Manager's remuneration be at a rate of \$370 (GST excl.) per month.

CARRIED

BUDGET

M Crozier / S Gibson THAT the Budget Cashflow Statement for the year to 28th February 2018 be approved subject to any shortfall from the Investment Fund to pay the Insurance premium being covered by the sale of NZUs.

CARRIED

GENERAL BUSINESS

ETS

Roger spoke in regard to the ETS saying NZU’s were currently trading around the \$17 mark. He said no one knows what the future may bring and as per the resolutions presented he believes it prudent to sell additional NZU’s. Of all the partners in the group only 3 had voted against the resolutions. Roger commented the market is quite thin and the NZU’s would take time to sell. The strategy will be to drip feed into the market in parcels and pro rata between the partnerships.

Cyclone Cook

Roger advised that there had been some limited damage in a few of the forests around Napier and they will be making an insurance claim. He continued, over all, we had been very lucky that the cyclone tracked faster and further east than originally forecast and the severe winds had not lasted long.

Meeting closed.

.....
Chairman
Woodleigh Forest Limited