

**NOTICE OF ANNUAL SHAREHOLDERS MEETING  
OF  
POHUTUKAWA PRIVATE EQUITY LIMITED**

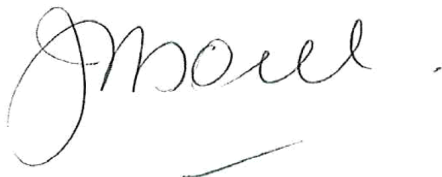
**Pohutukawa Private Equity Limited gives you notice of the annual shareholders meeting to be held on Tuesday 22 May 2012 at 2.30 pm at the offices of Craigs Investment Partners Limited, Level 32, Vero Centre, 48 Shortland St, Auckland.**

**BUSINESS**

<b>Chairman's Address</b>	Chairman's address to shareholders
<b>Financial Reports</b>	To receive and consider the Annual Report, the Financial Statements and the Auditor's Report for the financial year ended 31 December 2011.
<b>Resolution 1 Auditors Appointment and Remuneration</b>	To resolve that KPMG be reappointed as auditors of the company and that the Directors be authorised to fix the auditor's remuneration for the ensuing year.
<b>General Business</b>	

For and on behalf of the Board

**POHUTUKAWA PRIVATE EQUITY**



**John McDonald**  
Chairman  
16 April 2012

**Notes:**

1. If you wish to exercise your vote for the above resolutions by proxy please complete and return the enclosed proxy form. A proxy need not be a shareholder of the Company.
2. Shareholders entitled to vote at the meeting are those shareholders registered on the Company's share register at **5 pm on Friday 18 May 2012**.
3. To be effective the proxy form must be received by the Company by **2.30 pm on Friday 18 May 2012**.