

Promisia Integrative Limited Notice of Annual Meeting

Due to the current COVID-19 situation notice is hereby given that the Annual Meeting of Promisia Integrative Limited (the “Company”) will be held online at www.virtualmeeting.co.nz/pil20. You will still be able to vote and ask questions at the virtual meeting.

Where: www.virtualmeeting.co.nz/pil20

When Friday, 29 May 2020, commencing at 1:00pm.

Ordinary Business

(1) Annual Report

To receive the Company’s Annual Report of the Directors and Financial Statements for the year ended 31 December 2019.

(2) Re-appointment of Auditor

Resolution 1: To consider the following Ordinary Resolution:

“That William Buck Audit (NZ) Limited of Auckland be reappointed as auditor of the Company and that the directors be authorised to fix its remuneration for the ensuing year.”

(3) Re-election of Director

Resolution 2: To consider the following Ordinary Resolution:

“That, pursuant to Listing Rule 3.3.11, Ms Helen Down, who retires by rotation and has offered herself for re-election, be re-elected as a director of the Company.”

A brief biography for Ms Down follows in the Explanatory Note to this notice of meeting. In the opinion of the Board Ms Down is considered to be an independent director of the Company.

Voting Procedures

All of the resolutions are ordinary resolutions. An ordinary resolution can be passed by a simple majority of votes cast by shareholders that are entitled to vote and are voting either in person or by proxy.

Proxies

Any shareholder of the Company entitled to attend and vote at the meeting may appoint another person as proxy to attend and vote on his or her behalf. A corporation which is a shareholder may appoint a representative to attend the meeting on its behalf in the same manner as it could appoint a proxy. A proxy need not be a shareholder of the Company.

The Chairman of the meeting can be appointed as a proxy. Where the Chairman is appointed as a discretionary proxy, he intends to vote in favour of all of the resolutions.

To appoint a proxy you should complete and sign the proxy form and either return it by mail, fax or email to the share registrar of the Company:

By delivery:

Promisia Integrative Limited
C/- Link Market Services Limited
Level 11, Deloitte Centre
80 Queen Street
Auckland 1010

By mail:

Promisia Integrative Limited
C/- Link Market Services Limited
PO Box 91976
Victoria Street West
Auckland 1142

By Fax: +64 9 375 5990

By Email: meetings@linkmarketservices.com (please put “Promisia Proxy Form” as the subject of the e-mail for easy identification)

Alternatively, to appoint your proxy and vote online please go to the Link Market Services website at <https://investorcentre.linkmarketservices.co.nz/voting/PIL> and follow the instructions. You will be required to enter your CSN/Holder number and FIN for security purposes. A shareholder will be taken to have signed the proxy form by lodging it in accordance with the instructions on the website.

The completed Proxy Form must be received by no later than 48 hours before the meeting, being 1:00pm on Wednesday 27 May 2020. Online proxy appointments must also be completed by this time. Registered shareholders at that time will be the only persons entitled to vote at the meeting and only the shares registered in those holders' names at that time may be voted at the meeting.

By order of the Board

S Underwood
Wellington
14 May 2020

EXPLANATORY NOTE

Background on Ms Helen Down

Helen Down is the Chief Executive of the Hutt Valley Chamber of Commerce and is a former President of the Chamber. Helen has extensive sales and marketing experience, including with large multinational companies, and operated her own advisory company in the Hutt Valley and Wellington for several years prior to selling it and taking up her current position. Helen is the Director of Advisory Boards New Zealand and is an Advisory Board member for several growing companies contributing to their growth.

Helen was elected as a director of Promisia in 2017.