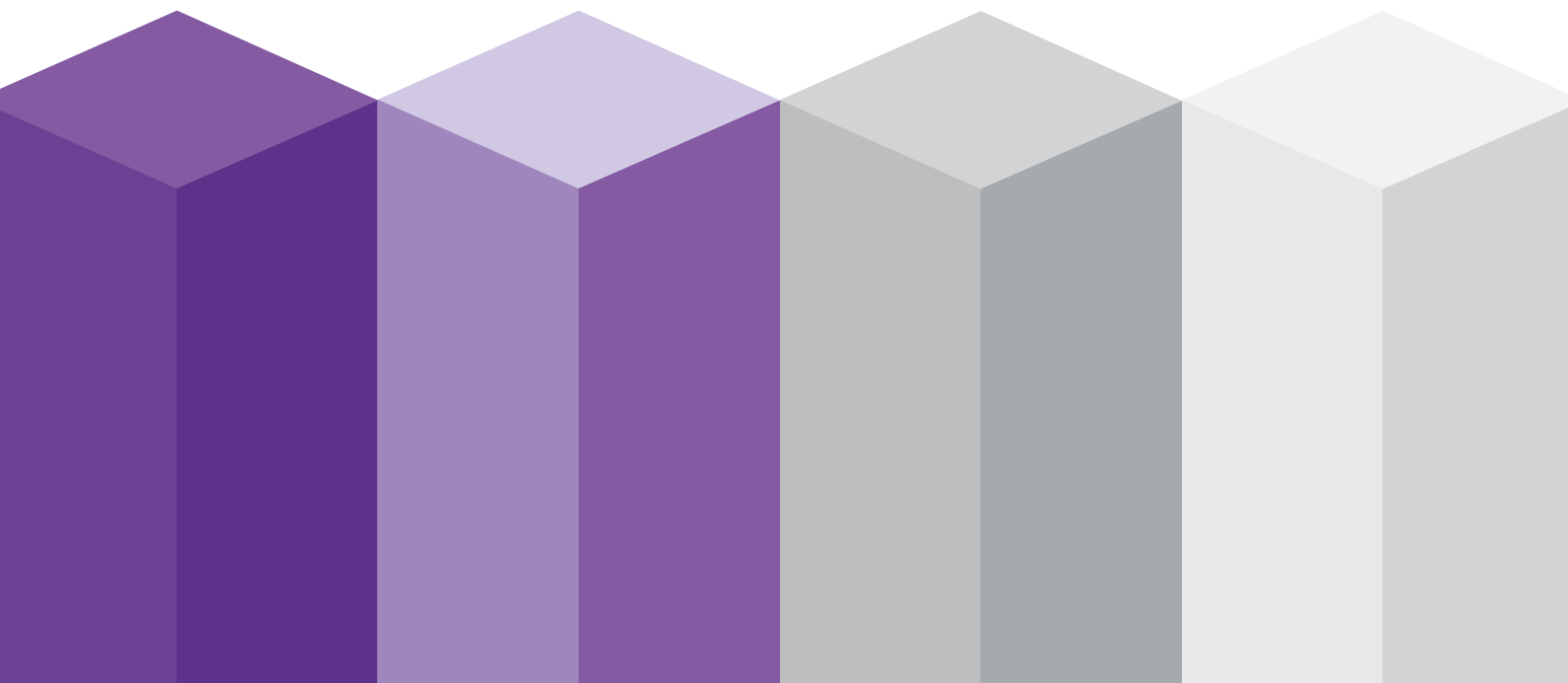




Stride Property Limited  
Stride Investment Management Limited

## NOTICE OF ANNUAL SHAREHOLDER MEETINGS 2018

Notice is given that the 2018 Annual Meeting of Shareholders of Stride Property Limited (SPL) and the Annual Meeting of Shareholders of Stride Investment Management Limited (SIML, and together with SPL, Stride Property Group) are to be held at the Pullman Hotel, Regatta D Room, Corner Princes Street and Waterloo Quadrant, Auckland, New Zealand, on Thursday 30 August 2018, commencing at 11.00 am, with entry to the room available from 10.30 am.



This Notice of Meetings is an important document and requires your attention. It should be read in its entirety. It has been prepared to advise you of the forthcoming Annual Meetings of Shareholders and to assist you in understanding the resolutions to be put to shareholders for consideration at the Annual Meetings of Shareholders. If you do not understand any part of this document or are in doubt as to how to deal with it, you should consult your broker or other professional adviser as soon as possible. Please also feel free to call Stride Property Group's Share Registrar on +64 9 488 8777 if you have any queries.

**ORDER OF BUSINESS**

**A. CHAIRMAN'S ADDRESS**

**B. CHIEF EXECUTIVE'S ADDRESS**

**C. FINANCIAL STATEMENTS**

To receive and consider the Annual Report and audited consolidated financial statements of Stride Property Group for the year ended 31 March 2018.

**FOR STRIDE PROPERTY LIMITED:**

**D. ORDINARY RESOLUTION**

To consider and, if thought fit, pass the following ordinary resolution:

**Resolution 1 – Auditor's Remuneration**

*That the Directors be authorised to fix the remuneration of PricewaterhouseCoopers as auditor of Stride Property Limited, for the ensuing year.*

**FOR STRIDE INVESTMENT MANAGEMENT LIMITED:**

**E. ORDINARY RESOLUTIONS**

To consider and, if thought fit, pass the following resolutions:

**Resolution 1 - Auditor's Remuneration**

*That the Directors be authorised to fix the remuneration of PricewaterhouseCoopers as auditor of Stride Investment Management Limited, for the ensuing year.*

**Resolution 2 - Re-election of Director**

*That John Harvey be re-elected as a Director of Stride Investment Management Limited, pursuant to clause 22.3 of Stride Investment Management Limited's constitution.*

**F. GENERAL BUSINESS**

To consider such other business as may be lawfully raised at the meetings.

By order of the Boards



Louise Hill, Company Secretary  
30 July 2018

**EXPLANATORY NOTES**

**Stride Property Limited (SPL)**

**Resolution 1 – Auditor's Remuneration**

PricewaterhouseCoopers is the existing auditor of SPL and has indicated its willingness to continue as auditor. Pursuant to section 207T of the Companies Act 1993, PricewaterhouseCoopers is automatically re-appointed at the Annual Shareholder Meeting as auditor of SPL. Section 207S(a) of the Companies Act 1993 provides that the auditor's fees and expenses must be fixed, either by SPL at that Annual Shareholder Meeting or in the manner that SPL determines at the Annual Shareholder Meeting. The proposed resolution, if passed by shareholders, would authorise the Board, consistent with commercial practice, to fix the remuneration of PricewaterhouseCoopers as SPL's auditor.

***The Board unanimously recommends that shareholders vote in favour of Resolution 1.***

**Stride Investment Management Limited (SIML)**

**Resolution 1 – Auditor's Remuneration**

PricewaterhouseCoopers is the existing auditor of SIML and has indicated its willingness to continue as auditor. Pursuant to section 207T of the Companies Act 1993, PricewaterhouseCoopers is automatically re-appointed at the Annual Shareholder Meeting as auditor of SIML. Section 207S(a) of the Companies Act 1993 provides that the auditor's fees and expenses must be fixed, either by SIML at that Annual Shareholder Meeting or in the manner that SIML determines at the Annual Shareholder Meeting. The proposed resolution, if passed by shareholders, would authorise the Board, consistent with commercial practice, to fix the remuneration of PricewaterhouseCoopers as SIML's auditor.

***The Board unanimously recommends that shareholders vote in favour of Resolution 1.***

**Resolution 2 – Re-election of Director of Stride Investment Management Limited (SIML)**

In accordance with NZX Main Board Listing Rule 3.3.11, at least one third of directors (or the number nearest to one third) must retire at each Annual Shareholder Meeting. The Directors required to retire at the Annual Shareholder Meeting are those Directors who have been longest in office since their last election or deemed election. If the Directors are eligible, they may offer themselves for re-election at the Annual Shareholder Meeting. Directors John Harvey and Michael Stiasny will retire in accordance with Listing Rule 3.3.11.

John Harvey, being eligible, offers himself for re-election. The SIML Board has determined that Director John Harvey will be an independent non-executive Director for the purposes of the NZX Main Board Listing Rules if re-elected. If re-elected as a Director of SIML, John Harvey will automatically be appointed as a Director of SPL, pursuant to clause 22.4 of the SPL constitution.

Michael Stiasny is not offering himself for re-election, and accordingly will retire as a director of each of SIML and SPL at the conclusion of the meetings.

No nominations for persons for appointment to the SIML Board were received by SIML by 20 July 2018, being the closing date for such nominations as advised to the market pursuant to NZX Main Board Listing Rule 3.3.5, and subsequently no other person is eligible to be elected as a Director at the SIML Annual Shareholder Meeting.

***The Board unanimously recommends that shareholders vote in favour of Resolution 2.***

**JOHN HARVEY***BCom, CA, CFInstD***Chair of the Audit and Risk Committee  
Independent Director**

John has over 35 years' professional experience as a chartered accountant. He was a partner in PricewaterhouseCoopers for 23 years where he held a number of management and governance responsibilities. John retired from PwC in June 2009 to pursue a career as a professional independent director.

He is a Chartered Fellow of the Institute of Directors in New Zealand (Inc.) and is currently a director of Investore Property Limited, Kathmandu Holdings Limited, Heartland Bank Limited and is Chairman of New Zealand Opera Limited.

## PROCEDURAL NOTES AND OTHER INFORMATION

### Attendance, voting rights and proxies

As a shareholder, you may attend the meetings and vote, or you may appoint a proxy to attend the meetings and vote in your place. If you wish to appoint a proxy, you should complete and return the Proxy Voting Form which is enclosed with this Notice of Meetings, or lodge your proxy preference online at [www.investorvote.co.nz](http://www.investorvote.co.nz) (see below for further details). A proxy need not be a shareholder of Stride Property Group. If you wish, you may appoint the Chairman of the meetings or any Director as your proxy.

Lodging your proxy online will require you to enter your CSN Securityholder number and postcode/country of residence and the secure access control number that is located on the front of your Proxy Voting Form.

To be effective, the Proxy Voting Form must be received by Stride Property Group's share registrar or the online appointment completed through InvestorVote, no later than 11.00 am on Tuesday 28 August 2018.

Proxy Voting Forms must be returned to the office of Stride Property Group's share registrar, Computershare Investor Services Limited, either by:

- Mail in the enclosed pre-paid envelope, addressed to Private Bag 92 119, Auckland 1142;
- Fax to +64 9 488 8787; or
- Lodge your proxy appointment online at [www.investorvote.co.nz](http://www.investorvote.co.nz).

Voting entitlements will be determined at 5.00 pm on Friday 24 August 2018. Registered shareholders at that time will be the only persons entitled to vote at the Annual Shareholder Meetings and only the shares registered in those shareholders' names at that time may be voted at the Annual Shareholder Meetings.

A corporate shareholder may appoint a person to attend the meetings as its representative in the same manner as it may appoint a proxy.

If you appoint a proxy, you may either direct your proxy how to vote for you, or you may give your proxy discretion to vote as he/she sees fit. If you wish to give your proxy discretion, then you must mark the appropriate boxes on the Proxy Voting Form.

If you appoint the Chairman or any other Director as your proxy, and tick the "Proxy Discretion" box, the Chairman or Director, as applicable, intends to vote in favour of the relevant resolution. If you do not tick any box (either "For", "Against" or "Proxy Discretion"), the Chairman or other Director (as applicable) will not be permitted to act as your proxy.

If you are attending in person, please bring the enclosed Proxy Voting Form to the Annual Shareholder Meetings to assist with your registration.

### Ordinary resolutions

Each of the resolutions at each of the Annual Shareholder Meetings will be passed if approved by ordinary resolution. An ordinary resolution means a resolution passed by a simple majority of the votes of those Shareholders entitled to vote and voting on the resolution.

### Joint holders

Where two or more persons are registered as the holder of a share, the vote of the person named first in the share register and voting on the matter will be accepted to the exclusion of the votes of the other joint holders.

# Directions for shareholders attending the **2018 Annual Shareholder Meetings**

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## Location:

**Regatta D Room  
Pullman Hotel  
Corner Princes Street and  
Waterloo Quadrant  
Auckland 1010  
New Zealand**

## Start Time:

**11.00 am (with entry to  
the meeting room available  
from 10.30 am)**



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## **RSVP**

To assist in our planning we would be grateful if you would complete this form if you wish to attend this year's Annual Shareholder Meetings.

- YES, I WILL ATTEND**
- NO, I WILL NOT ATTEND**

**NAME:**

**NUMBER OF ATTENDEES:**

Please return by mail in the enclosed pre-paid envelope or fax to +64 9 488 8787 or scan and email to [corporateactions@computershare.co.nz](mailto:corporateactions@computershare.co.nz)

**STRIDE**®

Stride Property Limited  
Stride Investment Management Limited

