

13 September 2017

Dear Shareholder

## **NOTICE OF ANNUAL MEETING**

Notice is given that the Annual Meeting of Shareholders of Snakk Media Limited (the **Company**) will be **held on Thursday 28 September 2017** at the **Heritage Hotel, Tass Williamson Room, 35 Hobson St, Auckland** at **10.00am**.

### **Business**

#### **Resolution 1 - Election of Mr. Peter James as a Director of the Company.**

Mr. James retires in accordance with NXT Market Rule 9 and, being eligible, offers himself for election. Accordingly, the Shareholders of the Company are requested to consider and, if thought fit, pass the following resolution as an ordinary resolution:

“That Mr. Peter James be elected as a Director of the Company.”

#### **Resolution 2 – Auditor’s Remuneration**

The Shareholders of the Company are requested to consider and, if thought fit, pass the following resolution as an ordinary resolution:

“That the Board of Directors of the Company be authorised to fix the auditor’s (Staples Rodway) remuneration for the forthcoming year.”

By Order of the Board  
**SNAKK MEDIA LIMITED**



**Heidi Aldred**  
**Company Secretary**

## **POSTAL VOTING, PROXIES AND REPRESENTATIVES**

Shareholders may exercise their right to vote at the Meeting by being present in person, casting a postal vote or by appointing a proxy to attend and vote in their place. A proxy need not be a Shareholder of the Company. A body corporate Shareholder may appoint a representative to attend the meeting on its behalf. A combined admission card and proxy/voting form is enclosed with this Notice of Meeting. If you wish to attend the Meeting and vote, please bring this admission card with you to the meeting.

You can submit your postal vote or appoint a proxy (and give that proxy your voting instructions) online at [www.investorvote.co.nz](http://www.investorvote.co.nz). You will be required for security purposes to enter your CSN/Securityholder Number and post code or country of residence (if outside New Zealand) to complete your online postal vote or proxy appointment.

If you wish to cast a postal vote or appoint a proxy you must complete your online vote or proxy appointment, or complete and sign the enclosed proxy/voting form and send it to the Company's share registrar, Computershare Investor Services Limited, no later than 48 hours prior to the commencement of the Meeting. A reply paid envelope is enclosed if mailing the proxy/voting form from within New Zealand. If you wish to deposit your proxy/voting form by fax, please send it to Computershare on fax (09) 488 8787.

Heidi Aldred, as the Company Secretary, has been authorised by the Board to receive and count postal votes at the Annual Meeting.

## **VOTING PROCEDURES**

Resolutions 1 and 2 are ordinary resolutions, requiring a simple majority of the votes of those shareholders entitled to vote and voting.

## **EXPLANATORY NOTES**

### **RESOLUTION 1: ELECTION OF MR. PETER JAMES AS A DIRECTOR**

Mr. James was first appointed to the Board in September 2015 as a Non-Executive Independent Director. In November 2015 he was appointed as Chair of the Board. In accordance with Market Rule 9 he retires and offers himself for re-election. The Board has determined that Mr. James would be an independent director of the Company if reappointed.

Peter has extensive experience as Chair, Non-Executive Director and Chief Executive Officer across a range of publicly listed and private companies particularly in emerging technologies, digital disruption, e-commerce and media. He is an experienced business leader with significant strategic and operational expertise. Peter travels extensively reviewing innovation and consumer trends primarily in the US and also Asia and he is a successful investor in a number of Digital Media and Technology businesses in Australia and the US. Peter is a Fellow of the Australian Institute of Company Directors and is a Member of the Computer Society of Australia.

### **RESOLUTION 2: AUDITOR'S REMUNERATION**

It is intended that Staples Rodway will be automatically reappointed as the Company's auditor under section 207T of the Companies Act 1993 (**Act**). The Company proposes that the directors be authorised by way of ordinary resolution to fix Staples Rodway's remuneration as auditor for the following year for the purposes of section 207S of the Act.