

SNK – Meeting

1 September 2015

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS OF SNAKK MEDIA LIMITED

Notice is hereby given to all Shareholders that the Annual Meeting of Shareholders (**Meeting**) of Snakk Media Limited (**Snakk Media** or **Company**) will be held in the Spark Lab, Level 4, Seafarers Building, 52 Tyler Street, Britomart, on Wednesday, 16th September 2015 at 2:30 pm.

Business

Resolution 1 - Election of Mr. Martin Riegel as a Director of the Company

Mr. Riegel retires in accordance NZAX Listing Rule (**Rule**) 3.2.3 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 Martin Riegel be elected as a Director of the Company.”

Resolution 2 - Election of Mr. Malcolm Lindeque as a Director of the Company

Mr. Lindeque retires in accordance NZAX Listing Rule (**Rule**) 3.2.3 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 Malcolm Lindeque be elected as a Director of the Company.”

Resolution 3 - Election of Mr. Peter James as a Director of the Company

Mr. James retires in accordance NZAX Listing Rule (**Rule**) 3.2.3 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 4 – 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



Malcolm Lindeque
Director

PROXIES AND REPRESENTATIVES

Shareholders may exercise their right to vote at the Meeting either by being present in person or by appointing a proxy to attend and vote in your 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 form is enclosed with this Notice of Meeting. If you wish to attend the Annual Shareholders Meeting and vote, please bring this admission card with you to the meeting.

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

EXPLANATORY NOTES

RESOLUTION 1: ELECTION OF MR. MARTIN RIEGEL AS A DIRECTOR

Mr. Riegel was appointed to the Board in June as a Non-Executive Independent Director and in accordance with Rule 3.2.3, retires and offers himself for election.

Martin has a successful and diverse background working with technology and its commercialisation. Throughout his career Martin has held both financial and operational roles developing strong leadership skills and the ability to harness and grow technology ventures. Martin is currently a principal at Broadfield Advisory which helps companies develop and implement business plans and strategies from growth phase through to exit. More specifically, Martin works as CEO/Director of UbiquiOS Technology, Chairman of Aeronavics, Director of Cemplicity, Chairman of Mixquake, Director of Broadbell Technologies, Director of Vizzybell, and with FarmIQ, Serato, Foster Moore and as an external reviewer for Callaghan Innovation.

Prior to founding Broadfield, Martin served as CEO at Biotelliga (sustainable biocontrols) and as COO/CFO at NextWindow, the global industry leader in optical touch screens. Martin helped NextWindow grow to over \$46M (USD) in revenue and to a well-structured, highly profitable and efficient enterprise. Martin played a lead role in engineering the sale and successful exit of NextWindow.

In his career Martin has worked across the technology sector, starting with a stint as a software developer, and working ten years at Intel and 15 years in smaller organizations (\$0-50M US). To date he has successfully raised approximately \$100M US in debt and equity from venture capital, strategic investors, banks and other sources. Martin holds a BBA from the University of Notre Dame and an MBA from Indiana University. Born in Washington D.C, Martin moved to New Zealand with his family in 2006.

In accordance with the NZAX Listing rule 3.2.3, Martin retires as a director and, being eligible, offers himself for re-election.

RESOLUTION 2: ELECTION OF MR. MALCOLM LINDEQUE AS A DIRECTOR

Mr. Lindeque was appointed to the Board in May as a Non-Executive Independent Director and in accordance with Rule 3.2.3, retires and offers himself for election.

Malcolm qualified as a chartered accountant in South Africa and has held various roles in both public and private sectors over the last 23 years. He is a member of the New Zealand Institute of Chartered Accountants and currently assists businesses in delivering governance and financial reporting to relevant stakeholders to both private and listed companies.

Malcolm joined the Snakk executive team at the time of listing on the NZAX in 2013 and assists the finance team with reporting and compliance. Following the resignation of Tim Alpe in May, Malcolm was asked to consider and accepted the role as a Non-Executive Independent Director.

In accordance with the NZAX Listing rule 3.2.3, Malcolm retires as a director and, being eligible, offers himself for re-election.

RESOLUTION 3: ELECTION OF MR. PETER JAMES AS A DIRECTOR

Mr. James was appointed to the Board in September as an Executive Independent Director and in accordance with Rule 3.2.3, retires and offers himself for election.

Peter has over 30 years' experience in the Technology, Telecommunications and Media Industries, and has extensive experience as Chair, Non-Executive Director and Chief Executive Officer across a range of ASX publicly listed and private companies. He is Sydney based and travels extensively reviewing innovation and consumer trends primarily in the US and also Asia and he is a successful investor in a number of early stage Digital Media and Technology businesses in Australia and the US.

Peter has a particular interest in building high performance, customer focused teams and is one of the judges for the annual Aon Hewitt Best Employers program for Australia and New Zealand.

Peter is an experienced business leader with significant strategic and operational expertise. He is a Fellow of the Australian Institute of Company Directors, a Member of the Australian Computer Society and holds a BA Degree with Majors in Computer Science and Business.

In accordance with the NZAX Listing rule 3.2.3, Peter retires as a director and, being eligible, offers himself for re-election.

RESOLUTION 4: AUDITOR APPOINTMENT AND REMUNERATION

Staples Rodway is automatically reappointed as the auditor of the Company under section 207T of the Companies Act 1993. This resolution authorises the Board to fix the fees and expenses of the auditor.