



# NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

Notice is hereby given that an Annual Meeting of Shareholders of Marlin Global Limited (“Marlin Global” or “the company”) will be held in Guineas Room 1, Ellerslie Event Centre, Greenlane, Auckland on Tuesday 14th November 2017 at 10:30am.

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## THE BUSINESS OF THE MEETING WILL BE:

**1. Annual Report**

To receive the annual report for the year ended 30 June 2017.

**2. Election of Director**

To re-elect Andy Coupe as a director of Marlin Global. Andy Coupe retires by rotation in accordance with the company’s constitution and being eligible, offers himself for re-election. The Board supports the re-election of Andy Coupe as an independent director.

(See Explanatory Note 1 for biographical detail.)

**3. Auditor Remuneration**

To authorise the Board of Directors to fix the remuneration of the auditor for the ensuing year.

**4. General Business**

To consider any other business that may properly be submitted to an annual meeting.

In each case, the resolutions of the meeting are ordinary resolutions, to be approved by a simple majority of the votes of shareholders entitled to vote and voting.

The Board of Marlin Global recognises that the Annual Meeting of Shareholders is an important forum at which shareholders can meet the Board. We welcome your input and encourage you to submit any questions you may have in writing prior to the meeting to:

**Marlin Global Limited**

Private Bag 93502, Takapuna, Auckland 0740

Phone +64 9 484 0365

enquire@marlin.co.nz

## PROCEDURAL NOTES

1. A shareholder may attend the meeting and vote or may appoint a proxy to attend the meeting and vote in place of the shareholder.
2. A proxy need not be a shareholder of the company. The Chair of the Meeting is prepared to act as proxy. Any undirected votes in respect of a resolution, where the Chair is appointed as a proxy, will be voted in favour of the relevant resolution, other than when he or she is prohibited from voting on that resolution.
3. If you wish to appoint a proxy you should complete the proxy form which is enclosed with this notice of meeting. Proxy forms must be returned to the office of Marlin Global's share registrar, Computershare Investor Services Limited, either by fax to 64 9 488 8787, by delivery to Level 2, 159 Hurstmere Road, Takapuna, Auckland or by mail to Private Bag 92119, Auckland 1142 so as to be received not later than 10.30am on Sunday 12 November 2017.

## EXPLANATORY NOTE 1 – ELECTION OF DIRECTOR



**Andy Coupe LLB**  
Independent Director

### **Term of Office**

Andy Coupe was first appointed to the Marlin Global board on 1 March 2013 and last elected at the 2013 Annual Meeting.

### **Board Committees**

Chair of the Investment Committee  
Member of the Audit & Risk Committee  
Member of the Remuneration & Nomination Committee

### **Biography**

Andy Coupe has extensive commercial and capital markets experience having worked in a number of sectors within the financial markets over the last 30 years. Andy was formerly a consultant in investment banking at UBS New Zealand Limited, where his role principally encompassed equity capital markets, involving numerous initial public offerings and secondary market transactions, and takeover transactions. Andy is Chair of Farmright, Solid Energy New Zealand and the New Zealand Takeovers Panel. He is Deputy Chair of Television New Zealand and also a director of Kingfish, Barramundi, Gentrack Group, Briscoes Group and Coupe Consulting. Andy is a chartered member of the New Zealand Institute of Directors. Andy's principal place of residence is Hamilton.

The Board of the Company considers that Andy Coupe will be an Independent Director for the purposes of the NZX Main Board Listing Rules if re-elected to the Board. The Board supports the re-election of Andy Coupe.