

**NOTICE OF ANNUAL SHAREHOLDERS MEETING
OF
POHUTUKAWA PRIVATE EQUITY LIMITED**


**Pohutukawa Private Equity Limited gives you notice of the annual shareholders meeting to be held on
Tuesday 19 May 2009 at 2.30 pm at the offices of
ABN AMRO Craigs Limited, Level 32, Vero Centre, 48 Shortland St, Auckland.**

BUSINESS

Chairman's Address	Chairman's address to shareholders.
Financial Reports	To receive and consider the Annual Report, the Financial Statements and the Auditor's Report for the financial year ended 31 December 2008.
Resolution 1 Auditor's Appointment & Remuneration	To record the reappointment of KPMG as auditors of the company and that the Directors be authorised to fix the auditor's remuneration for the ensuing year.
General Business	

For and on behalf of the Board

POHUTUKAWA PRIVATE EQUITY



John McDonald
Chairman
8 April 2009

Notes:

1. If you wish to exercise your vote for the above resolutions by proxy please complete and return the enclosed proxy form. A proxy need not be a shareholder of the Company.
2. Shareholders entitled to vote at the meeting are those shareholders registered on the Company's share register at **5 pm on Friday 15 May 2009.**
3. To be effective the proxy form must be received by the Company by **10.30am on Friday 15 May 2009.**