

NOTICE OF MEETING

Notice is hereby given that the ninety-second Annual Meeting of Shareholders of Turners & Growers Limited will be held -

On: Thursday 27 June 2013 commencing at 2:00pm
At: Ellerslie Event Centre
80-100 Ascot Avenue
Greenlane East
Auckland
(See map on reverse)

Entry to the meeting room will be available from 1:45pm.

BUSINESS TO BE TRANSACTED

A. FINANCIAL STATEMENTS

To receive and consider the Financial Statements together with the report of the directors and auditors for the period ended 31 December 2012.

B. ORDINARY RESOLUTIONS

The following ordinary resolutions will be voted on. An ordinary resolution is a resolution approved by a simple majority of votes of shareholders entitled to vote and voting at the meeting in person or by proxy or representative.

1. ELECTION OF DIRECTORS

(a) To vote upon the election of the directors of the Company who are retiring by rotation in accordance with the constitution, and, being eligible, offer themselves for re-election:

- (i) "That Mrs Carol Campbell be reappointed as a director of Turners & Growers Limited."
- (ii) "That Mr Rob Campbell be reappointed as a director of Turners & Growers Limited."

(b) To vote upon the election of directors appointed by the Board during the year, who are required to resign in accordance with the constitution, and, being eligible, offer themselves for election:

- (i) "That Dr Josef Krapf be appointed as a director of Turners & Growers Limited."

2. APPOINTMENT AND REMUNERATION OF AUDITOR

"That under Section 200 of the Companies Act 1993 the reappointment of Deloitte be confirmed; and that the directors be authorised to fix the fees and expenses of the auditors for the ensuing year".

C. OTHER BUSINESS

Following consideration of and voting on the above matters there will be an opportunity for shareholders to consider and discuss any other business which may be properly submitted to the Annual Meeting.

Tea and coffee will be served at the conclusion.

PROXIES

A shareholder entitled to attend and vote at the Annual Meeting is entitled to appoint a proxy to attend and vote on his or her behalf. A proxy need not be a shareholder. A proxy form is enclosed with this notice of meeting. If a shareholder wishes to appoint a proxy, then this form, duly completed by the shareholder, must be received no later than 2:00pm on Tuesday 25 June 2013. The enclosed proxy form is to be sent to Computershare Investor Services Limited, Private Bag 92-119, Takapuna, Auckland 1142, New Zealand (or may be delivered by hand to Level 2, 159 Hurstmere Road, Takapuna).

The Chairman is willing to act as a proxy on behalf of shareholders, and intends to vote proxies for which he has discretion in favour of all the above resolutions.

By Order of the Board



Doug Bygrave
Company Secretary
Turners & Growers Limited

ANNUAL MEETING VENUE

Guineas 3 Room
Level 3, Ellerslie Stand
Ellerslie Event Centre
80-100 Ascot Avenue
Greenlane East
Auckland

Thursday 27 June 2013 commencing at 2:00pm

Ellerslie Event Centre

Ellerslie Race Course
80-100 Ascot Avenue
Greenlane East

