

**Superstore Properties Limited**  
**(Company)**

**Notice of special meeting of shareholders**

Notice is given that a special meeting of shareholders of the Company will be held at Duncan Cotterill at 197 Bridge Street, Nelson on the 20th day of March 2026, commencing at 11.30am. The meeting has been convened for the shareholders to consider and, if thought fit, approve the Company being put into liquidation by appointing Geoffrey John Falloon of Nelson as liquidator of the Company.

**Business**

The business of the meeting will be to consider and, if thought fit, pass the following special resolution:

Appointment of liquidator

“That the Company is put into liquidation by appointing Geoffrey John Falloon of Nelson as liquidator of the Company with effect from 2pm on 20th March 2026.”

**Explanatory notes**

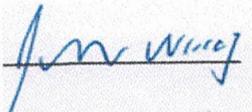
The explanatory notes to the special resolution are **attached** as Appendix 1 to this notice.

**Procedural matters**

1. A shareholder who is entitled to attend and vote at the meeting may vote either by being present or by appointing a proxy to attend and vote instead of that shareholder. A proxy need not be a shareholder of the Company but is entitled to attend and be heard as if the proxy were the shareholder.
2. If you wish to appoint a proxy, you should complete the proxy form **attached** as Appendix 2 to this notice. To be effective the proxy form must be returned not later than 11.30am on the 18th day of March 2026 being 48 hours before the start of the meeting. If you wish, you may appoint the Chair of the meeting as your proxy. If the Chair of the meeting is appointed to act as proxy and is not directed how to vote, the Chair will vote in favour of the resolution.
3. In accordance with the constitution of the Company, there is no postal voting procedure.
4. Pursuant to sections 106(1)(d) and 241(2)(a) of the Companies Act 1993, a liquidator may be appointed by special resolution of those shareholders entitled to vote and voting on the question. A special resolution is a resolution approved by a majority of 75% or more of the votes of those shareholders entitled to vote and voting on the question.
5. Pursuant to section 282(1)(a) of the Companies Act 1993, Geoffrey John Falloon has consented in writing to be appointed as liquidator of the Company.

By order of the Board

Dated this 5<sup>th</sup> day of March 2026



**John Noel Murray,**

Chair

## Appendix 1 - Explanatory Notes

### Request for special meeting of shareholders

Pursuant to clause 15.2(b) of the Company's constitution, A & J Enterprises 2006 Limited, a shareholder holding shares in the Company carrying not less than 5% of the voting rights made a written request to the board on 23 February 2026 that a special meeting of shareholders be called to consider putting the Company into liquidation. Having received this request, it is mandatory for the board to call a special meeting of shareholders to consider this request.

### Background and reasons for the request

As shareholders will be aware, the Company's last subsidiary, Cranford Street Properties Limited (**Cranford Street**), sold the commercial property that it owned on 17 December 2025. As Cranford Street no longer had any income generating real estate, it was put into voluntary liquidation on 20 February 2026.

The reasons for putting the Company into liquidation, as stated in the request, is that the Company has no income generating real estate and its last subsidiary is in liquidation.

A further reason for putting the Company into liquidation includes reducing the Company's ongoing expenses which include, without limitation, audit fees, management fees and registry fees. The longer the Company keeps operating in the current environment, the more shareholder value will be eroded.

The shareholders of the Company are being asked to consider putting the Company into liquidation. The alternative option is for the Company or a new subsidiary company to purchase a replacement commercial property.

### Appointment of liquidator

On receipt of the shareholder's written request, the board of the Company investigated possible liquidators. The board settled on Geoffrey John Falloon of Nelson.

The consequences of the appointment of a liquidator is that the Company is put into liquidation. This means that, upon appointment, the liquidator will take control of the Company and notify creditors of the liquidation through public notification and direct contact where possible. Once any creditor claims are received, the liquidator will review them and approve or reject them as he deems appropriate. If a creditor claim is rejected by the liquidator, the creditor may object through the courts. Once the creditors have been dealt with, the liquidator will facilitate distribution of funds among shareholders.

## Appendix 2 – Proxy Form

### Superstore Properties Limited

#### Special meeting of shareholders proxy form

##### How to lodge your proxy

Scan & email: [info@fssmanagement.co.nz](mailto:info@fssmanagement.co.nz)

Mail: C/- FSS Management Ltd, 126 Tahunanui Drive, Tahunanui, Nelson, 7011, New Zealand

You must lodge your proxy not later than 11.30am on the 18th day of March 2026 being 48 hours before the start of the meeting

##### PROXY FORM FOR SPECIAL MEETING

The special meeting ("meeting") of Superstore Properties Limited ("Company") will be held at Duncan Cotterill, 197 Bridge Street, Nelson on the 20th day of March 2026, commencing at 11.30am.

##### Attending the meeting

As a shareholder, you may choose to attend the meeting yourself.

##### Appointing a proxy

Alternatively, if you choose not to attend the meeting yourself, you may appoint a proxy or proxies to attend and vote at the meeting on your behalf. You may appoint more than one proxy for the meeting provided each proxy is responsible for different shares held by you, i.e., no two proxies can vote on the same share. A proxy does not need to be a shareholder of the Company.

To appoint a proxy, write the full name of that person in the space allocated on this proxy form. If you do not appoint a proxy using this form, your proxy appointment will be invalid.

Direct your proxy how to vote by making the appropriate election on this proxy form, in respect of the resolution. If you return this form without directing the proxy how to vote on a particular matter, the proxy will vote as he or she thinks fit.

You may choose to appoint the Chair of the meeting as your proxy. If you return this form appointing the Chair but without directing the Chair how to vote on the resolution, the Chair will vote in favour of the resolution.

A shareholder that is a corporation may appoint a person to attend and vote at the meeting as its representative in the same manner as that in which it could appoint a proxy. That person need not also be a shareholder.

##### Signing instructions for proxy forms

###### Individual

If you are an individual holder of shares, you must sign this proxy form.

###### Joint Holding

If you are joint holders of shares, each of you must sign this proxy form.

###### Power of Attorney

If this proxy form is to be signed under a power of attorney, please send a copy of the power of attorney and a signed certificate of non-revocation of the power of attorney together with this proxy form.

###### Corporate Shareholder

If you are a company, this proxy form must be signed on behalf of the company by a person acting under the company's express or implied authority.

### Special meeting of shareholders proxy form

#### STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

I/We, being a shareholder of Superstore Properties Limited, hereby appoint

\_\_\_\_\_ of \_\_\_\_\_  
 (Full name) (Full address)

\_\_\_\_\_ of \_\_\_\_\_  
 (Full name) (Full address)

as my/our proxy to exercise my/our vote at the meeting of the Company to be held at Duncan Cotterill at 197 Bridge Street, Nelson on 20<sup>th</sup> day of March 2026, commencing at 11.30am and at any adjournment of that meeting.

	Tick (✓) in box	
	Yes	No
If my proxy fails to attend the meeting, the Chair may act as my proxy.	<input type="checkbox"/>	<input type="checkbox"/>

#### STEP 2: ITEMS OF BUSINESS – PROXY VOTING INSTRUCTIONS

Complete this part if you have appointed a proxy above and you want to direct the proxy as to how the proxy should vote.

**Please note:** If you mark the abstain box, you are directing your proxy not to vote on your behalf on a show of hands, by voice or a poll, and your votes will not be counted when computing the required majority for that item. If no box is ticked for a resolution, your proxy may vote as he/she sees fit. If the Chair of the meeting is appointed to act as proxy and is not directed how to vote, they will vote in favour of the resolution.

##### Business

To consider and, if thought fit, pass the following special resolution:

Appointment of liquidator

“That the Company is put into liquidation by appointing Geoffrey John Falloon of Nelson as liquidator of the Company with effect from 2pm on 20<sup>th</sup> March 2026.”

	For	Tick (✓) in box to vote	
		Against	Abstain
Appointment of liquidator	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

#### STEP 3: SIGN: SIGNATURE OF SECURITY HOLDER(S) This section must be completed

Security Holder 1 (or duly authorised officer or attorney)	Security Holder 2 (or duly authorised officer or attorney)	Security Holder 3 (or duly authorised officer or attorney)
Full name	Full name	Full name
Signature	Signature	Signature

Contact Name \_\_\_\_\_ Contact Daytime Telephone \_\_\_\_\_ Date \_\_\_\_\_