SCIL

Shopping Centre Investments Ltd

NOTICE OF ANNUAL MEETING

11.00 AM
WEDNESDAY 29 JULY 2026

Shopping Centre Investments Ltd. (SCIL) | info@scil.co.nz | 03 379 0829
123 Victoria Street (4th Floor Nexia New Zealand) Christchurch 8140

SHOPPING CENTRE INVESTMENTS LIMITED
NOTICE OF ANNUAL GENERAL MEETING

Date of Meeting:	Wednesday, 29 July 2026
Time:	11.00am
Venue:	Hornby Working Men's Club, 17 Carmen Road, Hornby, Christchurch 8042
Important Dates:	Deadline date receipt of proxy / voting forms. 48 hours prior to the Annual General Meeting being 11.00am, Monday 27 July 2026. Deadline date for receipt of director nominations: 5 working days prior to the Annual General Meeting being 11.00am, Monday 22 July 2026.
Voting:	Taking into account the significance of the resolution pertaining to the future of the complex, we urge you or your proxies to attend or that you cast your postal vote. How you lodge your Proxy/Voting form is detailed at the top right of that form. You can also vote by way of scanning the QR code, on the form, with your smartphone.

Dear Shareholder,

We submit a warm invitation for you to attend the Annual General Meeting of Shareholders of Shopping Centre Investments Ltd [SCIL].

The business matters being conducted at the Annual General Meeting are set out in the agenda, which follows:

<u>Please Note:</u>

1) Any shareholder that wishes to vote, **and is not an individual**, **<u>must complete</u>** and return a valid proxy / voting form.

2) Completed Proxy / Voting Forms must be received by the Company no later than **48 hours prior** to the AGM.

3) You will require your CSN/Shareholder number to complete the Proxy/Voting Form.

4) Any Shareholder wishing to raise for discussion or resolution any matter at the Annual General Meeting may do so in accordance with Clause 9 of Schedule 1 of the Companies Act 1993 and the relevant provisions of SCIL's Constitution.

5) You, or your proxy holder, must be present at the meeting, to register your vote unless you have sent a postal or on line vote in accordance with 2) above.

6) Postal Votes. In accordance with 16.28 of the Constitution the Board has determined, prior to this meeting, that the postal voting procedure will be available for this meeting.
This procedure and the effective date are contained within the Proxy/Voting Form which is part of the communication to be sent to you by Computershare. Such notice of voting by the shareholder who decides to submit a postal vote must be received not less than 48 hours before the start of the meeting.

Director Appointments and Calls for Nominations.

Having regard to the compulsory retirement of both Nigel Atherfold and Michael Keyse, the Board designate that there are two vacant director positions to be filled at the Annual General Meeting.

Both Nigel Atherfold and Michael Keyse intend to stand for re-election as directors at the Annual General Meeting (in accordance with clauses 17.15 and 17.16 of the Constitution).

In addition, and in accordance with clause 17.15 of the Constitution, the Board hereby calls for additional nominations for membership of the Board. If any shareholder wishes to nominate a person to be appointed as a director, then written notice must be delivered to SCIL not later than 5 working days before the Annual General Meeting. That written notice must be signed by two shareholders and by the nominee, A form of nomination is available by way of request sent to office@nexiachch.co.nz.

AGENDA

1. Chair Introduction

2. Reports from the Chair, the Mall Manager Mr. Jason Marsden, and Mr. Andrew Kidd, Associate of Nexia New Zealand, Chartered Accountants, in respect of the financial year ended 28 February 2026.

3. Commentaries to include such matters as the ramifications of the recent property valuation, (David Rankin), interest rate considerations, the national retailing environment, the leasing environment.

4. Address by Mr. Jarrod Reilly. Senior Director, Asset Management, Leader Colliers NZ Real Estate Management Services based in Auckland.

Resolutions

5. Auditors – Ordinary Resolution

At each Annual Meeting the Shareholders are required to appoint an Auditor. [33.1 of the Constitution]. The fees and expenses of the Auditor, or a method of determining those, must be determined by the Shareholders at the Annual Meeting.

The Shareholders are requested to consider and, if thought fit, pass the following ordinary resolution:

"That BDO, Chartered Accountants, be appointed as Auditors and the SCIL Board be authorized to fix the Auditors fees and expenses for the ensuing year."

6. Rotation and Appointment of Directors – Ordinary Resolutions

In accordance with the Constitution two Directors, being Nigel Atherfold and Michael Keyse will retire from office and seek re-election.

If no other persons are nominated for appointment to the Board (in accordance with the Constitution), then the Shareholders are requested to consider and, if thought fit, pass the following ordinary resolutions.

b) **"That Mr. Nigel Atherfold, who retires, is re-elected as a Director of SCIL".**

b) **"That Mr. Michael Keyse, who retires, is re-elected as a Director of SCIL".**

In the event of the number of nominated candidates exceeding the number of vacancies (being two), instead of putting forward the above resolutions in relation to Mr. Nigel Atherfold and Mr. Michael Keyse, the Chairman at the meeting shall arrange a ballot, such a ballot shall be by majority vote. At the conclusion of the counting of votes, the two candidates receiving the most votes shall be declared duly elected to the two vacant positions.

The remuneration of the Directors is contained within the Notes to the Financial Statements; this was subject to a Certificate by the Directors that the remuneration is fair to SCIL.

7. Future of the Complex, Advisory Resolution – Ordinary Resolution

The preamble document attached to the Notice of Meeting provides background to, and details of, the legal context of this advisory resolution.

The shareholders are asked to consider, discuss, and then vote on the following advisory resolution:

That, for the purpose of gauging shareholder sentiment, shareholders record their support of the Board considering a potential sale of The Hub, and, if the Board considers it appropriate and in the best interests of the Company, (1) carrying out preparations for placing The Hub on the market for sale, 2) placing The Hub on the market for sale, and, 3) selling The Hub, at such time and on such terms as the Board determines.

Opportunity for the Shareholders to question, discuss and comment upon the proposal.

Due to the importance of this resolution the Chairman has determined that it be conducted by way of a **poll.**

Comments and Discussion

8. Opportunity for the Shareholders to question, discuss and comment upon a) The Audited Financial Accounts b) the Management of the Company [14.10 of the Constitution].

9. General Business

To consider and discuss any matters of general business which may be properly raised at the meeting.

10. Light Luncheon
Will be served at the conclusion of this meeting.

For and on behalf of the Board

M J Keyse
Chairman

3 July 2026