

## **Notice of Special Meeting of Shareholders**

Notice is given that a Special Meeting of the Shareholders of Cynotech Holdings Limited (*the Company*) will be held at Rimu 1 room, Novotel Hotel, 72-112 Greenlane Road East, Ellerslie, Auckland on Wednesday 6 December 2006, commencing at 10.30 am.

### **Business of the Meeting**

To consider and, if thought fit, pass the following resolutions:

*As ordinary resolutions:*

1. Cynotech Finance Group Ltd, a subsidiary of the Company, is authorised to purchase from Evolution Finance Limited for \$7,700,000 all of the receivables previously purchased by that company from National Finance (2000) Limited (In Receivership).
2. Cynotech Finance Group Ltd is authorised to borrow up to \$6,000,000 on such terms and from such sources as the Board of that company decides, for the purpose of funding the purchase of receivables from Evolution Finance Limited.

*As a special resolution:*

3. The Company is authorised to guarantee the obligations of Cynotech Finance Group Limited in respect of the \$6,000,000 loan referred to in Resolution 2.

Further information about the proposed transaction is contained in the attached Explanatory Notes.

### **Persons entitled to vote**

The only persons entitled to exercise votes at the meeting will be those who are registered as shareholders at 5pm on 1 December 2006, and only the shares registered in those shareholders' names at that time will carry a right to vote at the meeting. This does not limit the right of eligible shareholders to appoint a proxy (or, if they are a company, a corporate representative).

### **Proxies**

You may exercise your right to vote at the meeting by:

- Being present in person; or

- Appointing a proxy to attend and vote in your place. A proxy need not be a shareholder of the company.

A form for appointing a proxy is enclosed. If you wish to appoint a proxy, please comply with the instructions on the form and return it to:

Cynotech Holdings Limited  
PO Box 9846  
Newmarket  
Auckland  
Fax No: 09 9122142

Or to the Company's registered office:  
Level 4  
187 Broadway  
Newmarket  
Auckland

Your proxy must be received by the Company by **10.30am on 4<sup>th</sup> December 2006.**

By order of the Board.

***SIGNED***



A. R. Hawkins  
Chairman  
***Dated***

If you have any questions or require any further information, please contact Allan Hawkins on  
Ph: (09) 520 6073, Fax: (09) 912 2142, email: [allan@cynotech.co.nz](mailto:allan@cynotech.co.nz).