

# Notice of Annual Meeting



Notice is given that the Annual Meeting of shareholders of Metlifecare Limited will be held at the Guineas 3 Lounge, 3rd Floor, Ellerslie Event Centre, 80-100 Ascot Avenue, Greenlane, Auckland on Wednesday 25 October 2006, commencing at 11.00am.

## **Change of Balance Date**

As a result of the shareholding acquisition by Retirement Villages New Zealand Limited (Parent), the Board of Metlifecare Limited has approved the change of Metlifecare Limited and Subsidiaries (the Group) balance date from 31 December to 30 June. This change was effective from 30 June 2006. This balance date aligns the Group with the Parent company. As a consequence, the Company is required to prepare another annual report including financial statements for the six months ended 30 June 2006 and to convene a further annual meeting in this calendar year.

## **ORDINARY BUSINESS**

### **Annual Meeting Minutes**

1. To approve the minutes of the last Annual Meeting held on 27 April 2006.

### **Chairman's and Chief Executive Officer's Report and Financial Statements**

2. To receive and consider the Chairman's and Chief Executive Officer's Report, Financial Statements and the Auditors' Report for the six months ended 30 June 2006.

### **Rotation of Directors**

3. In accordance with the Company's constitution, the Honourable Jim McLay CNZM, QSO and Mr Peter Ross Brown retire by rotation and, being eligible, offer themselves for re-election.

### **Auditors**

4. To record the automatic re-appointment of the Auditors, PricewaterhouseCoopers and to authorise the Directors to fix their remuneration for the current year.

## **VOTING BY PROXY**

All shareholders entitled to attend and vote at the Annual Meeting are entitled to appoint a proxy to attend and vote for them instead. A proxy need not be a shareholder of the Company. A proxy form is enclosed and, if used, must be lodged at the offices of the Company's Share Registrar, Computershare Investor Services Limited (see proxy form for the address), not less than 48 hours before the time for the holding of the meeting (ie before 11.00am on 23 October 2006).

By order of the Board of Directors.

A handwritten signature in black ink, appearing to read "K.B. De Suza".

K.B. De Suza  
Company Secretary  
22 September 2006

### **Explanatory Note**

Resolution 1: Annual Meeting Minutes

A copy of the minutes of the Annual Meeting held on 27 April 2006 is available for inspection at the registered office of the Company and will also be available for inspection at the Annual Meeting.