

THE NEW ZEALAND MERINO COMPANY LIMITED

2022 ANNUAL MEETING VOTING CARD / PROXY FORM

Pursuant to clause 11 of the constitution of The New Zealand Merino Company Limited, the 2022 Annual Meeting will be held on Monday, 31 October 2022, commencing at 11.00am, at The New Zealand Merino Company Limited offices, Level 2, 123 Victoria Street, Christchurch, and by Zoom Call.

*Link will personalise
Name & address details*

Shares held

<<SHARES>>

If you propose to ATTEND the Annual Meeting please bring this Voting Card / Proxy Form intact to the meeting

PROXY APPOINTMENT: If you DO NOT propose to ATTEND the Annual Meeting or plan to ATTEND via Zoom please complete and sign the Proxy Form and Voting Instructions below (keep intact), and return it, to be received by The New Zealand Merino Company Limited ("the Company"), no later than 11.00am on Monday, 31 October 2022.

I/We being a shareholder(s) of The New Zealand Merino Company Limited:

Hereby appoint

of

(full name of proxy)

(full address)

Or failing that person

(full name of proxy)

(full address)

as my/our proxy to vote for me/us on my/our behalf at the Annual Meeting of the Company to be held on Monday, 31 October 2022 at 11.00am and at any adjournment of that meeting.

VOTING INSTRUCTIONS

To consider and, if thought fit, to pass the following Ordinary Resolutions:

Tick (✓) in box to vote

For

Against

Proxy Discretion

Abstain

- 1 Re-election of Independent Director:** To approve the re-election of Kathryn Mitchell as an Independent Director in accordance with the Company's Constitution.
- 2 Grower Shareholder vote on Re-election of Grower Appointed Director:** To approve the re-election of Paul Ensor as a Grower Appointed Director in accordance with the Company's Constitution.
- 3 Appointment of Auditor and fixing of Auditor's Remuneration:** That Ernst & Young be appointed as auditor of the Company for the year ending 30 June 2023 and that the Directors are authorised to fix the remuneration of the auditor for the year ending 30 June 2023.

Unless otherwise instructed as above, the proxy may vote as he or she thinks fit or abstain from voting. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

Signed this _____ day of _____ 2022

Signature(s) _____
All shareholders must sign

Contact name _____ Daytime contact number: _____

NOTES:

- 1 As a shareholder you may attend the meeting and vote, or you may appoint a proxy to attend the meeting and vote. A proxy need not be a shareholder of the Company. You may appoint the Chairman of the meeting as your proxy if you do not wish to appoint another individual.
- 2 If you are joint holders of shares each of you must sign this proxy form. 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.
- 3 For this proxy form to be valid, you must complete it and it must be received by the Company prior to the Annual Meeting i.e. by 11.00am on Monday, 31 October 2022. You can provide it to the Company by delivering, posting or emailing it to the registered office.
- 4 If this proxy form has been signed under a power of attorney, a copy of the power of attorney (unless already deposited with the Company) and a signed certificate of non-revocation of the power of attorney must be produced to the Company with this proxy form.
- 5 If you return this form without directing the proxy how to vote on any particular matter, the proxy will vote as she or he thinks fit.
- 6 If you have any questions regarding your voting, please call the Company Secretary on 03 335 0911.

PLEASE RETURN YOUR COMPLETED PROXY FORM TO THE NEW ZEALAND MERINO COMPANY LIMITED, IN ONE OF THE FOLLOWING WAYS:

Deliver: The New Zealand Merino Company Limited, Level 2, 123 Victoria Street, Christchurch.

Scan and email: peter.floris@nzmerino.co.nz (please put the words **"Shareholder Proxy"** in the subject line for easy identification).

Mail: P.O. Box 25 160, Christchurch 8140