



# RANGATIRA

## PROXY FORM

The Investment & Finance Manager  
Rangatira Limited  
P O Box 804  
Wellington 6140  
New Zealand

I/We \_\_\_\_\_  
being a member/members of Rangatira Limited, hereby appoint either the Chair of the Meeting  (tick if yes)

Or \_\_\_\_\_  
as my/our proxy to attend/vote for me/us on my/our behalf at the Annual Meeting of the Company to be held on the 4<sup>th</sup> day of August 2014 at 4.30 pm, and at any adjournment thereof.

Should you wish to direct the Proxy how to vote, please indicate with a tick in the appropriate boxes below. Unless otherwise indicated, the Proxy will vote as he or she thinks fit.

To consider and, if approved,

**In favour** **Against** **Abstain\***

- |  |                          |                          |                          |
|--|--------------------------|--------------------------|--------------------------|
| 1. To adopt the Report of the Directors and Audited Financial Statements for the year ended 31 March 2014.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To elect, as a director, Keith Gibson who retires in accordance with the constitution and being eligible, offers himself for re-election.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| To elect, as a director, Sam Knowles who retires in accordance with the constitution and being eligible, offers himself for re-election.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To reappoint, as auditor, Deloitte until the conclusion of the 78 <sup>th</sup> Annual Meeting of the Company and to authorise the Board of Directors to fix the auditor's remuneration for the ensuing year. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

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4. To pass an ordinary resolution under clause 17.1 of the constitution authorising total ordinary directors' remuneration to be increased from \$NZ400,000 to \$NZ 440,000 for the year ending 31 March 2015 and subsequent years until otherwise determined by shareholders in a general meeting.

  

5. To pass the following resolution in accordance with clause 5 of the Takeovers Code (Rangatira Limited) Exemption Notice No 2 2014:

  

That the acquisition by Rangatira Limited (Rangatira) of up to an aggregate of 600,000 A shares and 600,000 B shares from Shareholders of Rangatira, on the terms and conditions more fully explained in the explanatory notes accompanying this notice of meeting, be approved

*\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll.*

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014

\_\_\_\_\_  
Shareholder(s) signature(s)

Please return as soon as possible, but no later than 4.30 pm Thursday 31<sup>st</sup> July 2014, by fax to **04 473 2685** or to **P O Box 804, Wellington, 6140.**

NOTE

**Voting:** "A" Shareholders are entitled to vote on all matters at the Annual Meeting

**Proxies:** "A" shareholders are entitled to appoint a proxy to attend and vote on their behalf.