

UPPER NORTH ISLAND

CSN/Holder Number:	
PTPT Code:	

LIC encourages shareholders to cast their vote by
12noon, 18 October 2022.

LIC Shareholders who attend the **Annual Meeting on Thursday 20 October 2022 at 12noon** will also be able to vote during the meeting, if they have not already cast their vote.

Scan this QR code with your
smartphone and vote online



2022 Admission Card, Proxy or Postal Voting Form

The Livestock Improvement Corporation Limited Annual Meeting will be held on **Thursday 20 October 2022 at 12noon** at **Distinction Coachman Hotel, 140 Fitzherbert Avenue, Palmerston North** and **via the Link Market Services Virtual Annual Meeting platform at www.virtualmeeting.co.nz/lic22**. If you will attend the Annual Meeting online, you will require your CSN/Holder Number for verification purposes.

In the event that COVID-19 related restrictions are in place which prevent Livestock Improvement Corporation Limited (LIC) from holding a physical meeting, or the Board otherwise determines a physical meeting is inappropriate in the circumstances, then the Board may decide to hold a virtual only Annual Meeting. LIC shall advise shareholders of any decision by the Board to move to an entirely virtual meeting through an announcement to the NZX.

You can also appoint your proxy, or vote by postal vote on the resolutions on the reverse of this form online by going to <https://investorcentre.linkmarketservices.co.nz/voting/LICV> or by scanning the QR code above with your smartphone.

For your postal vote or proxy to be effective it must be lodged with Link Market Services by no later than 12pm, Tuesday, 18 October 2022.

NOTES

Attending the Meeting

- If you propose to attend the Annual Meeting in person, **you must bring this form to the meeting to assist with your registration**. All shareholders must register with Link Market Services prior to entering the meeting room.

Postal Vote

- If you propose not to attend the Annual Meeting in person or online, you may vote by postal vote. Your postal vote may be completed online, mailed, hand delivered, or scanned and emailed in accordance with the instructions above. Link Market Services Limited has been authorised by the Board to receive and count postal votes. If you submit a postal vote without indicating on any resolution how you wish to vote, you will be deemed to have abstained from voting on that resolution. If you submit a postal vote section and also appoint a proxy, your postal vote will take priority over your proxy appointment.

Proxy Appointment

- All shareholders entitled to attend the meeting and vote at the meeting may appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead on your behalf. This form may be completed online, mailed, hand delivered, or scanned and emailed in accordance with the instructions above.
A proxy can be any person of your choice and does not have to be a shareholder of LIC. If you wish you can appoint the Chairperson of the Meeting as your proxy. The Chairperson will vote in accordance with your instructions, or, failing your instruction, in accordance with the terms set out in note 4 of this Proxy Form.
- If you tick the box "discretion" on any resolution, you are directing your proxy or representative to decide how to vote on that resolution on your behalf. If you tick the "abstain" box on any resolution, you are directing your proxy or representative not to vote on that resolution. If you do not tick any boxes or your direction on how the proxy is to vote is unclear (in the Proxy's sole opinion) in respect of a resolution, then the direction is to abstain. The Chairperson intends to vote discretionary proxies in favour of all Resolutions. However, the Chairperson (along with all other directors and their "Associated Persons" (as defined in the NZX Listing Rules)) is unable to cast discretionary proxies in favour of Resolution 1. The Chairperson will not cast discretionary proxies on Resolution 6. If you select more than two candidates in Resolution 6 (Section C) you will be deemed to have abstained from voting.
- A proxy is not entitled to exercise more than 1% of the maximum number of votes that may be exercised at a meeting of the Company. Accordingly, if the Chairperson is named as proxy by you and by a number of other shareholders, then they may not be able to cast your votes. Therefore, it is preferable to nominate a proxy from your Region.
- If you return this Proxy Form without appointing a proxy, the Chairperson of the meeting will vote in accordance with your express instructions.
- This Proxy Form must be signed by you or your attorney, duly authorised in writing. In the case of a joint shareholding, this Proxy Form may be signed by any of the joint shareholders (or their duly authorised attorney). In the case of a corporate shareholder, this Proxy Form must be signed by a director or a duly authorised officer acting under the express or implied authority of the corporate shareholder, or an attorney duly authorised by the corporate shareholder.
- If the Proxy Form is signed under a power of attorney, a certificate of non-revocation must be completed and a copy of the power of attorney provided to Link Market Services Limited, unless it has already been noted by LIC or Link Market Services Limited.

General

- This Postal/ Proxy Form and the power of attorney or other authority, if any, under which it is signed, or a copy of that power or authority certified by a Solicitor, Justice of the Peace or Notary Public must be lodged with Link Market Services Limited by no later than 12pm, Tuesday, 18 October 2022, (being 48 hours prior to the meeting) in accordance with the instructions above.

Go online to <https://investorcentre.linkmarketservices.co.nz/voting/LICV> to appoint your proxy, or turn over to complete the form.

You can vote in one of the following ways:

OPTION 1	Attend the Annual Meeting in person or online at www.virtualmeeting.co.nz/lic22
OPTION 2	Cast your vote electronically by voting online at https://investorcentre.linkmarketservices.co.nz/voting/LICV
OPTION 3	If you propose not to attend the Annual Meeting in person or online, you may vote by postal vote.
OPTION 4	If you propose not to attend the Annual Meeting in person or online, you can appoint a proxy to vote on your behalf by completing the "Appointing a Proxy" section.

VOTING ONLINE

To cast your vote electronically go to:
<https://investorcentre.linkmarketservices.co.nz/voting/LICV>.
 Enter your CSN/Holder Number and password listed below.
 Follow the instructions to cast your vote. Advanced electronic voting closes at 12noon, 18 October 2022.

CSN/HOLDER NUMBER:

PASSWORD:

POSTAL VOTE OR APPOINT A PROXY

- Complete sections A, B, C & D below.
- Scan and email your completed voting paper to: meetings@linkmarketservices.com. Please list "LIC Annual Meeting" in the subject line.
- OR use the enclosed reply paid envelope or address to: Link Market Services, PO Box 91976, Auckland 1142
- To ensure your voting paper reaches the Returning Officer before the close of voting please post no later than **Tuesday 18 October 2022**.

Section A: Postal Vote or Appoint a Proxy

☐ I wish to vote by postal vote (please tick the box)

☐ I wish to appoint a proxy to vote on my behalf (please tick the box and fill in the details below):

Name of proxy:

Email Address:

Section C: Resolution 6. Shareholder Reference Group (Upper North Island)

You may vote for a maximum of **TWO (2)** candidate(s).
 Candidate names are listed in random order.

☐ Aleisha Broomfield

☐ Murray Hawkings

☐ Mark Benns

Section B: Annual Meeting Resolutions

	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION
1. Approve the total remuneration of all nine Directors to be \$664,000 per annum.	☐	☐	☐	☐
2. Approve the total remuneration of all Shareholder Reference Group members being increased from \$171,000 to \$179,500.	☐	☐	☐	☐
3. Re-appoint the chartered accountancy partnership KPMG as the auditor until the conclusion of the Company's next Annual Meeting, and that the Directors be authorised to fix its remuneration.	☐	☐	☐	☐
5. Ratify the re-appointment of Tim Gibson as an Appointed Director for a term expiring at the conclusion of the third annual meeting following this Annual Meeting (approximately three years).	☐	☐	☐	☐
7. Approve the re-election of Scott Montgomerie to the Honoraria Committee, with effect from the conclusion of this annual meeting.	☐	☐	☐	☐
8. Approve the re-election of Shirley Trumper to the Honoraria Committee, with effect from the conclusion of this annual meeting.	☐	☐	☐	☐

Section D: Signatures

Shareholder/Director 1:	
Shareholder/Director 2:	
Shareholder/Director 3:	

Contact Name _____

Contact Telephone _____

Date _____