

### **The Warehouse Group Limited**

## Lodge your proxy

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Online

www.investorvote.co.nz



By Mail

Computershare Investor Services Limited Private Bag 92119, Auckland 1142, New Zealand

## For all enquiries contact

M

+64 9 488 8777



corporateactions@computershare.co.nz

## **Proxy/Voting Form**



## www.investorvote.co.nz

Lodge your proxy online, 24 hours a day, 7 days a week:

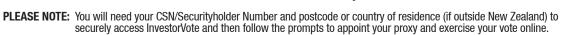
## **Smartphone?**

Scan the QR code to vote now.

Your secure access information

Control Number:

#### **CSN/Securityholder Number:**





For your proxy to be effective it must be received by 10:00am (New Zealand time) Wednesday, 22 November 2023.

#### **How to Vote on Items of Business**

A shareholder who is entitled to attend the meeting and vote on resolutions is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a shareholder of the Company. All your securities will be voted in accordance with your directions.

## **Appointment of Proxy**

If you do not plan to attend the meeting, you may appoint a proxy. The Chair of the Meeting, or any other Director, is willing to act as proxy for any shareholder who wishes to appoint him or her for this purpose. To do this, enter 'Chair of the Meeting' or the name of the Director in the space allocated for the proxy's name. If you tick 'Proxy Discretion' for a particular resolution, your proxy will decide how to vote on that resolution. If you do not name a person as your proxy, or your named proxy or any alternate do not attend the meeting, the Chair will be appointed your proxy and may only vote in accordance with your express direction.

#### Voting of your holding

If you appoint a proxy you must either direct the proxy how to vote by ticking the 'For', 'Against' or 'Abstain' box in respect of each resolution OR by ticking the 'Proxy Discretion' box in respect of each resolution. A shareholder can direct the proxy holder in respect of one or more resolutions and give the proxy holder discretion in respect of other resolutions. If a shareholder does not tick any boxes or if multiple boxes are ticked in respect of a resolution then your proxy will abstain from voting in respect of that resolution. The Chair and directors intend to vote any discretionary proxies, for which they have authority to vote, in favour of the resolutions. A director standing for re—election will abstain from voting discretionary proxies in respect of their own re—election.

#### Attending the Meeting

The Company has chosen to hold its Annual Shareholders' Meeting as a hybrid meeting. Please refer to the Computershare Virtual Meeting Guide at www.computershare.com/vm-guide-nz for more information. If you attend the meeting in person you should bring your proxy/voting form or your CSN/Securityholder Number to assist with registration. Any corporation that is a shareholder of the Company may appoint a person as its representative to attend the meeting and vote on its behalf, in the same manner as that in

which it could appoint a proxy.

#### **Electronic Voting**

You can appoint a proxy to cast your vote electronically by accessing Investor Vote (www.investorvote.co.nz) in accordance with the above instructions. Use this option if you will NOT be attending the Meeting and wish to lodge your proxy electronically. Do not return this form if you have lodged your proxy using Investor Vote.

## **Signing Instructions for Postal Proxy Forms**

#### Individua

Where a shareholder is an individual, this Proxy Form must be signed by the shareholder or his or her duly authorised attorney.

#### Companies

Where a shareholder is a company, this Proxy Form must be signed by a duly authorised attorney or officer.

#### Trusts

Where a shareholder is a trust, this Proxy Form must be signed by at least one trustee in accordance with the relevant trust deed (using the rules for an individual or a company, depending upon whether the trustee is an individual or a company).

#### **Partnerships**

Where a shareholder is a partnership, this Proxy Form must be signed by at least one partner in accordance with the rules governing the partnership (using the rules for an individual or a company, depending upon whether the partner is an individual or a company).

#### **Joint Shareholders**

Where there are joint holders of shares, this Proxy Form should be signed by all shareholders.

## **Power of Attorney**

If this Proxy Form is completed by an attorney, the power of attorney or a certified copy must, if not previously produced to The Warehouse Group Limited, accompany the Proxy Form together with a certificate of non-revocation of authority.

# **Proxy/Voting Form**

STEP 1

# **Appoint a Proxy to Vote on Your Behalf**

/We being a sha	reholder/s of The Warehouse Gro	up Limited					
nereby appoint*			_ of				
r failing him/he	r		of				
chareholders' Mo https://meetnow djournment of the	eeting on Friday, 24 November 2023 v.global/nz) or in the Guineas Ballro at meeting.	ur behalf and to vote in accordance with the following direct at 10:00am (New Zealand time) online through the Corom, Ellerslie Event Centre, 80–100 Ascot Avenue, Green named proxy or any alternate do not attend the meeting	mputershare nlane East, A	Meeting P uckland, N	Platform lew Zealand	l and at an	y
ote in accordan	ce with your express direction. If th	e Chair is not directed, they will vote in favour of all res					
STEP 2		ng Instructions/Ballot Paper					
Please note: counted in co	If you mark the Abstain box for an emputing the required majority. If y	item, you are directing your proxy not to vote on you ou do not mark a box or you mark multiple boxes yo	ur behalf on our proxy wil	a poll and I abstain f	d your vote from voting	s will not I	be
ordinary Reso	lutions			For	Against	Abstain	Proxy Discretion
Resolution 1.	That Dean Hamilton be re–elected a	as a director of the Company.					
Resolution 2.	That Robert Tindall be re–elected as	s a director of the Company.					
Resolution 3.	That the directors are authorised to for the following year.	fix the fees and expenses of PricewaterhouseCoopers as a	auditor				
email addres	ss). If this information is not provide	any other director of the Company, please ensure that d, we cannot guarantee remote admission to the virtuand (Email):	ual meeting f	or your pr	оху.		ı
Trong come	Journal (1 110119)1	- unu (					
SIGN	Signature of Securityholo	ler(s) This section must be completed.					
ecurityholder 1		Securityholder 2	Securityh	older 3			
r Sole Director/I	Director	or Director (if more than one)					
ontact Name		Contact Daytime Telephone			Date		

ATTENDANCE SLIP

