

**LODGE YOUR PROXY****Online:**<https://investorcentre.linkmarketservices.co.nz/voting/SNC>**Scan & email:**[meetings@linkmarketservices.com](mailto:meetings@linkmarketservices.com)**Mail:**

Use the enclosed reply paid envelope or address to :  
 Link Market Services  
 PO Box 91976  
 Auckland 1142

**Deliver:**

Link Market Services  
 Level 30, PwC Tower,  
 15 Customs Street West, Auckland 1010

**Scan this QR code with your smartphone and vote online****General Enquiries**

+64 9 375 5998

[enquiries@linkmarketservices.com](mailto:enquiries@linkmarketservices.com)**PROXY FORM FOR THE 2023 SPECIAL MEETING**

The Southern Charter Financial Group Limited (SNC) Special Meeting of Shareholders will be held on **Monday, 9 January 2023 commencing at 3pm NZDT.**

**VIRTUAL SHAREHOLDER MEETING**

To participate in the meeting online please use the following link to SNC's virtual meeting Zoom platform:

<https://us02web.zoom.us/j/86941652872?pwd=SHMzSkhpanhUSzM2NzFMSklic1cWdz09>

**APPOINTMENT OF PROXY**

If you are a shareholder entitled to attend and vote at the Special Meeting, you are entitled to appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead of you. This Proxy Form may be completed online, mailed, 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 SNC. If you wish, you can appoint the Chair of the Meeting as your proxy. The Chair will vote in accordance with your instructions. If you return this form without appointing a proxy but have indicated on this form how you wish to vote, the Chair of the meeting will vote in accordance with your express instructions.

**VOTING OF YOUR HOLDING**

Direct your proxy how to vote by making the appropriate election in respect of each item of resolutions. If you elect "proxy discretion" on any resolution, you are directing your proxy or representative to decide how to vote on that resolution on your behalf. If you elect "abstain" box on any resolution, you are directing your proxy or representative not to vote on that resolution. If you make more than one election in respect of a resolution your vote will be invalid on that resolution. If you return this form without directing the proxy how to vote on any particular matter, the proxy may vote as he/she thinks fit or abstain from voting.

**VOTING RESTRICTIONS**

There are no voting restrictions.

**PROXY DISCRETION**

If you appoint the Chair of the Meeting or any other Director as your proxy and also elect "proxy discretion", you acknowledge that they may exercise your vote even if they have an interest in the outcome of that resolution. The Chair of the Meeting and the Directors intend to vote all discretionary proxies in favour of the resolution.

**ATTENDING THE MEETING**

The 2023 Special Meeting will be held online only and shareholders can attend at:

<https://us02web.zoom.us/j/86941652872?pwd=SHMzSkhpanhUSzM2NzFMSklic1cWdz09>

**SIGNING INSTRUCTIONS FOR PROXY FORMS****Individual**

Where the holding is in one name, the security holder must sign.

**Joint holding**

This Proxy Form may be signed by either, or on behalf of, the joint shareholders (or their duly authorised attorney).

**Company**

This Proxy Form must be signed by a duly authorised officer or attorney. Persons who sign on behalf of a company must be acting with the company's express or implied authority.

**Power of Attorney**

If this Proxy Form has been signed by an attorney, a copy of the power of attorney under which it was signed (if not previously provided to the Registrar), and a signed certificate of non-revocation of the power of attorney must accompany this Proxy Form.

For your proxy to be effective it must be lodged with Link Market Services by no later than **9am, Monday, 9 January 2023 NZDT.**

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

# PROXY/CORPORATE REPRESENTATIVE FORM

## STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

I / We being a shareholder(s) of Southern Charter Financial Group Limited

hereby appoint \_\_\_\_\_ of \_\_\_\_\_

or failing him/her \_\_\_\_\_ of \_\_\_\_\_

as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions at the Special Meeting of Shareholders of Southern Charter Financial Group Limited to be held virtually on Monday 9 January 2023 commencing at 3pm NZDT and at any adjournment of that meeting.

## STEP 2: ITEMS OF BUSINESS – PROXY VOTING INSTRUCTIONS

ORDINARY RESOLUTIONS	FOR	AGAINST	ABSTAIN	PROXY DISCRETION
1. <b>Approval of Entry into Licence Agreement:</b> That, under NZX Listing Rule 5.1.1(a), SNC's entry into the Licence Agreement and any related series of transactions to commercialise the rights granted under the Licence Agreement on the basis described in this Notice is approved.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

And to vote on any resolution to amend the resolutions, on any resolution so amended, and on any other resolution proposed at the meeting (or any adjournment thereof). Unless otherwise instructed as above, the proxy will vote as he/she thinks fit. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

## SIGN: SIGNATURE OF SHAREHOLDER(S) This section must be completed.

### Shareholder 1

or duly authorised officer or attorney

### Shareholder 2

or duly authorised officer or attorney

### Shareholder 3

or duly authorised officer or attorney

Contact Name \_\_\_\_\_ Contact Daytime Telephone \_\_\_\_\_ Date \_\_\_\_\_

## Electronic Investor Communications:

If you received the Notice of Meeting & Proxy by mail and wish to receive your future investor communications by email please provide your email address below.