



The Rural Land **Investors**

2022 Notice of Annual Meeting of Shareholders

The Annual Shareholder Meeting of New Zealand Rural Land Company Limited (**NZL.NZX**) will be held at Link Market Services' Offices, Level 30, PwC Tower, 15 Customs Street West, Auckland 1010 on Thursday, 8 December 2022 commencing at 2:30pm (**Meeting**).

Important Dates and Times

All times are in New Zealand time.

Latest time for receipt of Proxy Forms:
6 December 2022, 2:30pm.

Annual Shareholder Meeting:
8 December 2022, 2:30pm.

AGENDA

- A. Chair's introduction.
- B. Presentation to shareholders.
- C. Questions.
- D. Resolutions.

To consider and, if thought fit, to pass the following ordinary resolution:

1. **Auditor's Remuneration:** that the Board be authorised to fix the fees and expenses of the Company's Auditors.

- E. Close.



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EXPLANATORY NOTES

Resolution One: Auditor's Remuneration

Pursuant to section 207T of the Companies Act 1993, PricewaterhouseCoopers is automatically reappointed as auditor of NZL at the Meeting. This resolution authorises the Board to fix the fees and expenses of PricewaterhouseCoopers as NZL's auditor in accordance with section 207S of the Companies Act 1993.

PROCEDURAL NOTES

Voting

All resolutions are ordinary resolutions. An ordinary resolution is a resolution passed by a simple majority (greater than 50%) of the votes of those shareholders entitled to vote and voting on the resolutions online or by proxy.

Results of the voting will be available after the conclusion of the Meeting and will be notified to the NZX.

Casting your Vote

You may cast your vote in one of two ways described below. You may abstain from voting on the resolution.

All shareholders are entitled to attend and vote at the Annual Meeting or to appoint a proxy (who need not be a shareholder of the Company) to attend and vote on their behalf.

Appointing a proxy:

You may appoint a proxy to attend the Meeting and vote on your behalf. Visit <https://investorcentre.linkmarketservices.co.nz/voting/NZL> to lodge your proxy.

Proxies

A proxy does not need to be a shareholder of NZL.

The Chair of the Meeting (Mr. Rob Campbell) and any of the other Directors are prepared to act as proxy. Where any Director is appointed as a discretionary proxy, each of the directors intends to vote in favour of the Resolution.

If you do not name a person as your proxy (but have otherwise completed the Proxy Form in full) or your named proxy does not attend the meeting, the Chair will be appointed your proxy and will vote in accordance with your express direction. Any undirected votes will be voted in accordance with the Chair's discretion.

A corporation which is a shareholder may appoint a representative to attend the Meeting on its behalf in the same manner as it could appoint a proxy.



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Proxy Form

To appoint a proxy or a representative, you should complete and sign the enclosed Proxy Form and either return it by delivery, mail or email to the share registrar of NZL:

By delivery: New Zealand Rural Land Company Limited C/- Link Market Services Limited Level 30, PwC Tower 15 Customs Street West Auckland 1010	By mail: New Zealand Rural Land Company Limited C/- Link Market Services Limited PO Box 91976 Auckland 1142
By email:	meetings@linkmarketservices.com (please put the words "NZL Proxy Form" in the subject line for easy identification).

You may also lodge your proxy online at <https://investorcentre.linkmarketservices.co.nz/voting/NZL>. You will require your CSN/Holder Number and FIN to complete your proxy appointment. A shareholder will be taken to have signed the Proxy Form by lodging it in accordance with the instructions on the website.

The completed Proxy Form must be received by Link Market Services no later than 48 hours before the Meeting, being 2:30pm on Tuesday, 6 December 2022. Online proxy appointments must also be completed by this time. Registered shareholders at that time will be the only persons entitled to vote at the Meeting and only the shares registered in those shareholders' names at that time may be voted at the Meeting.

SHAREHOLDER QUESTIONS

Shareholders attending the meeting virtually will be given the opportunity to raise questions. Shareholders may also submit written questions on the bottom of the Proxy Form. The main themes will be aggregated and responded to at the Meeting.

Alternatively written questions can be sent online at <https://investorcentre.linkmarketservices.co.nz/voting/NZL> or by email to meetings@linkmarketservices.com.

NZL reserves the right not to address questions that, in the Chair's opinion, are not reasonable in the context of an annual shareholder meeting, or any written questions that are not received by 2:30pm on Tuesday, 6 December 2022.