



LODGE YOUR PROXY

Online:

<https://investorcentre.linkmarketservices.co.nz/voting/PHL>

Scan & email:

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

PROXY FORM/ADMISSION CARD PROMISIA HEALTHCARE LIMITED SPECIAL MEETING OF SHAREHOLDERS

The Special Meeting of Shareholders of Promisia Healthcare Limited (the **Company**) will be held **online via the Link Market Services Virtual meeting platform** at www.virtualmeeting.co.nz/phlsm22, on **Wednesday, 30 March 2022, commencing at 11am.**

Appointment of proxy

If you **DO NOT** propose to **ATTEND** the Special Meeting online, please complete and return this form (in accordance with the lodgement instructions above) to be received by Link Market Services (the share registry), no later than **11am on Monday, 28 March 2022**. You can also appoint your proxy and vote on the resolutions on the reverse of this form online by going to <https://investorcentre.linkmarketservices.co.nz/voting/PHL> or by scanning the QR code above with your smartphone. Your proxy need not be a Shareholder of the Company. You may appoint any of the Directors as your proxy by entering "Director" in the relevant space on the reverse of this form followed by their name. Any Director who is appointed as a discretionary proxy intends to vote in favour of the Resolution.

Voting of your holding

Direct your proxy how to vote by making the appropriate election, either online or on this Proxy Form, in respect of the item of business. 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. If this Proxy Form is returned duly signed by a Shareholder with voting instructions included, but without specifying a person that is appointed as proxy, the Chair is deemed to be the proxy for the purpose of that form, but only to vote to the extent of the voting instructions provided.

Attending the Meeting

The Special meeting will be an online Meeting only. Shareholders may attend and vote at www.virtualmeeting.co.nz/phlsm22. If you will be attending online, you will require your Holder Number for verification purposes. A corporation may appoint a person to attend and vote online as its representative in the same manner as that in which it could appoint a proxy. That person need not also be a shareholder.

Signing instructions for proxy forms

Individual

Where the holding is in one name, the shareholder must sign the Proxy Form.

Joint Holding

If you are joint holders of shares, either of you may sign this Proxy Form. If the shareholder is a company, this Proxy Form must be signed on behalf of the company by a person acting under the company's express or implied authority.

Power of Attorney

If this Proxy Form has been signed under a power of 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.

Corporate Shareholder

In the case of a corporate shareholder, a duly authorised officer or director must sign this Proxy Form. Persons who sign on behalf of a corporate shareholder must be acting with that corporate shareholder's express or implied authority, or execute under the common seal of the corporate shareholder (if it has one).

Go online to <https://investorcentre.linkmarketservices.co.nz/voting/PHL> to vote or turn over to complete the Proxy Form

PROXY/CORPORATE REPRESENTATIVE FORM

STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

I/We being a shareholder/s of Promisia Healthcare Limited:

hereby appoint _____ at _____
(Full Name) (E-mail Address)

Or failing him/her _____ at _____
(Full Name) (E-mail Address)

as my/our proxy to vote for me/us on my/our behalf at the Special Meeting of the Company to be held at **11am on Wednesday, 30 March 2022** and at any adjournment of that meeting.

STEP 2: ITEMS OF BUSINESS – PROXY VOTING INSTRUCTIONS

Complete this part if you have appointed a proxy above and you want to direct the proxy as to how the proxy should vote.

Please note: For each resolution you must tick one box. If you mark the abstain box for an item, you are directing your proxy not to vote on your behalf when polling and your votes will not be counted computing the required majority, for that item.

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

RESOLUTION	For	Tick (✓) in box to vote		
		Against	Abstain	Discretion
1. Approval of Acquisition: That, under Listing Rule 5.1.1(b), PHL undertaking the Acquisition and entering all associated financing for the Acquisition on the basis described in this Notice of Meeting is approved.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

and to vote on any resolutions to amend any of 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 on each resolution as he/she sees fit, or may abstain from voting. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

STEP 3: SHAREHOLDER QUESTIONS

Shareholders attending the Meeting will have the opportunity to ask questions during the Meeting via the virtual meeting platform at www.virtualmeeting.co.nz/phlsm22. If you cannot attend the Meeting but would like to ask a question, you can submit a question online by going to investorcentre.linkmarketservices.co.nz/voting/PHL and completing the online validation process or complete the question section below and return it to Link Market Services. Questions will need to be submitted by **11am**. (New Zealand time) on **Monday, 28 March 2022**. The Board will address and answer questions at the Meeting.

Question: _____

STEP 4: 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 and Proxy Form by mail and wish to receive your future investor communications by e-mail please provide your email address below.
