
LODGE YOUR PROXY

Online:

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

Scan & email:

meetings@linkmarketservices.com

Mail:

Use the enclosed reply paid envelope or address to:
Link Market Services Limited
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 FOR NEW ZEALAND RURAL LAND COMPANY LIMITED ANNUAL MEETING

New Zealand Rural Land Company Limited's Annual Shareholders Meeting 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 (NZT)**

If you are not attending the Meeting, but wish to be represented by proxy, please complete and return this form (in accordance with the lodgement instructions above) to NZL's share registry, Link Market Services, by **no later than Tuesday, 6 December 2022 at 2:30pm.**

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/NZL> or by scanning the QR code above with your smartphone.

Appointment of proxy

A shareholder entitled to attend and vote is entitled to appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead of him/her and that proxy or representative need not also be a shareholder.

The Chair of the meeting (Mr. Rob Campbell) and any of the other directors are willing to act as proxy for any shareholder who wishes to appoint them for that purpose. Where the Chair or a director is appointed as a discretionary proxy, they intend to vote in favour of the Resolution, provided they are not excluded from voting on that resolution. If you do not name a person as your 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

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 you tick the "Proxy Discretion" box for a particular resolution, your proxy will decide how to vote 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.

Attending the meeting

If you are entitled to vote and wish to do so in person, you should attend the meeting and **bring this form with you to the meeting.** A corporation may appoint a person to attend and vote at the Meeting 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

This Proxy Form must be signed by the shareholder or his/her/its attorney, duly authorised in writing.

Joint Holding

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

Power of Attorney

If this Proxy Form has been signed under a power of attorney ("POA"), a copy of the POA (unless already noted by the company or its registry) and a signed certificate of non-revocation of the POA must be produced to the company with this form.

Company

This Proxy Form must be signed by a Director or a duly authorised officer acting under the express or implied authority of the shareholder, or an attorney duly authorised by the shareholder.

PROXY/CORPORATE REPRESENTATIVE FORM

STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

I/We being a shareholder/s of New Zealand Rural Land Company Limited:

hereby appoint _____ at _____
(Full Name) (Address)

Or failing that person _____ at _____
(Full Name) (Address)

as my/our proxy to vote for me/us on my/our behalf at the Annual Meeting of New Zealand Rural Land Company Limited to be held on Thursday, 8 December 2022 at 2:30pm 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 the resolution you must tick one box.

Voting Instructions

This form is to be used to vote on the following ordinary resolutions:

Resolution	For	Tick (✓) in box to vote		Discretion
		Against	Abstain	
1. That the Board be authorised to fix the fees and expenses of the Company's Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. That, under Listing Rule 5.1.1(b), NZL undertaking the Acquisition of the Estate and all related transactions to give effect to the Acquisition 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 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 may vote as he/she thinks fit or abstain from voting on each such resolution. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

STEP 3: SHAREHOLDER QUESTIONS

Shareholders present at the Annual Meeting, will have the opportunity to ask questions during the Meeting. If you cannot attend the Annual Meeting but would like to ask a question, you can submit a question online by going to <https://investorcentre.linkmarketservices.co.nz/voting/NZL> and completing the online validation process or by completing the question section below and returning it to Link Market Services. Shareholder questions will need to be submitted by **Tuesday, 6 December 2022 at 2:30pm**.

Questions:

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 email please provide your email address below.