

## Lodge your proxy



**Online**  
[www.investorvote.co.nz](http://www.investorvote.co.nz)



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

## For all enquiries contact



+64 9 488 8777



[corporateactions@computershare.co.nz](mailto:corporateactions@computershare.co.nz)

The 2022 Annual Meeting of Shareholders of Greenfern Industries Limited will be held at 10:00am on Thursday, 22 September 2022 at HQ125, 125 Queen Street, Auckland CBD, Auckland 1010, Auckland.

## Proxy/Voting Form



**[www.investorvote.co.nz](http://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/Shareholder Number:

**PLEASE NOTE:** You will need your CSN/Shareholder Number and postcode or country of residence (if outside New Zealand) to securely access InvestorVote and then follow the prompts to appoint your proxy and exercise your vote online.



**For your proxy to be effective it must be received by 10:00am (New Zealand time) on Tuesday, 20 September 2022.**

## How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

### Appointment of Proxy

Any Shareholder who is entitled to attend and vote at the Meeting may appoint a proxy to attend and vote at the Meeting. A proxy does not need to be a shareholder of the Company. If you appoint a proxy, you may either direct your proxy on how to vote for you on some or all resolutions or you may give your proxy discretion to vote as he or she sees fit. If you wish to give your proxy discretion, then you must mark the appropriate boxes on this form to grant your proxy that discretion. If you do not tick any box for a particular resolution, then the proxy will vote or abstain from voting as he or she sees fit.

If, in appointing a proxy, you do not name a person as your proxy but otherwise complete the proxy form in full, or your named proxy does not attend the Meeting, the Chairman of the Meeting will act as your proxy and may only vote in accordance with your express direction.

The Chairman of the Meeting (who will be Brent King and, in his absence, a Director other than Darryl Davies) is willing to act as proxy for any shareholder who wishes to appoint him. To appoint the Chairman, simply enter "The Chairman of the Meeting" in the space allocated in 'Step 1' of this form.

If the Chairman of the Meeting is appointed as a proxy and you have given your proxy discretion to vote as he sees fit, the Chairman of the Meeting will vote in favour of all Resolutions (other than Resolution 5). In respect of Resolution 5, the "Voting restrictions" below apply and, accordingly, the Chairman of the Meeting may only act as your proxy and vote in accordance with your express instructions for Resolution 5.

### Ordinary resolutions

All Resolutions other than Resolutions 6 and 7 are ordinary resolutions. An ordinary resolution is a resolution that is approved by a simple majority of the votes of those Shareholders that are entitled to vote and voting on the resolution.

### Special resolutions

Resolutions 6 and 7 are special resolutions. A special resolution is a resolution passed by a majority of 75% of the votes of Shareholders that are entitled to vote and voting on the resolution.

### Voting restrictions

No Director nor any of his or her Associated Persons is entitled to vote, appoint a proxy or exercise discretionary proxies in respect of Resolution 5, in accordance with Listing Rule 6.3.1.

Neither Cannvalate nor any of its Associated Persons (including Darryl Davies) is entitled to vote, appoint a proxy or exercise discretionary proxies in respect of Resolution 6, in accordance with Listing Rule 6.3.1.

Discretionary proxies given to persons disqualified from voting will not be valid.

## Signing Instructions for Postal Forms

### Individual

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

### Joint Holding

At least one joint shareholder should sign this Voting/Proxy Form (on behalf of all joint shareholders). If a joint shareholder votes differently from another joint shareholder, the vote of the shareholder named first in the share register will be counted.

### Power of Attorney

If this Proxy Form has been signed under a power of attorney, a copy of the power of attorney (unless already deposited with the Company) and a signed certificate of non-revocation of the power of attorney must be produced to the Company with this Proxy Form.

### Companies

This Proxy Form should be signed on behalf of the company by one or more directors or by person(s) that are duly authorised and acting under company's express or implied authority. Please sign in the appropriate place and indicate the office held.

### Comments & Questions

If you have any comments or questions for the Company, please write them on a separate sheet of paper and return with this Proxy Form.

**Go online to lodge your proxy or turn over to complete the form.**

# Proxy/Voting Form

## STEP 1

### Appoint a Proxy to Vote on Your Behalf

I/We being a Shareholder/s of Greenfern Industries Limited

hereby appoint <sup>\*</sup> \_\_\_\_\_ 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 **Annual General Meeting of Greenfern Industries Limited to be held at HQ125, 125 Queen Street, Auckland CBD, Auckland 1010 on Thursday, 22 September 2022 at 10:00am**, and at any adjournment of that Meeting.

## STEP 2

### Items of Business – Voting Instructions/Ballot Paper

**Please note:** If you mark the Abstain box for an item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority.

Ordinary Resolutions		For	Against	Abstain	Proxy Discretion
<b>Resolution 1</b>	That the directors of the Company be authorised to fix the fees and expenses of Crowe New Zealand Audit Partners as the Company's auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 2</b>	That Daniel Casey be elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 3</b>	That Kirsten Taylor be elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 4</b>	That Marvin Yee be elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 5</b>	That the current maximum aggregate amount of remuneration payable by the Company to Directors of NZ\$350,000 per annum may, at the Board's discretion, in whole or in part, be through an issue of Equity Securities (as that term is defined in the Listing Rules) in the Company, provided that the issue is in compliance with Listing Rule 4.7.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 6</b>	That, for the purposes of section 129 of the Companies Act and Listing Rules 4.2.1 and 5.2.1, the Company's entry into, and performance of the transactions contemplated by, the Cannvalate Agreement, including the issue of ordinary shares to Cannvalate upon the achievement of stated milestones, the issue of work orders under the Cannvalate Agreement, and the Company's entry into all associated and related agreements, transactions and matters and taking all other actions that are reasonably necessary to exercise its rights and perform its obligations under the Cannvalate Agreement (in each case, on the terms set out in the accompanying Explanatory Notes) be approved.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 7</b>	That, for the purposes of section 129 of the Companies Act, the Shareholders approve the issue of up to NZ\$5 million of new ordinary shares pursuant to the Rights Issue (on the terms set out in the accompanying Explanatory Notes (which terms require an issue price not lower than the price equal to a 50% discount to the 30-day VWAP price prior to the Rights Issue being made and the consideration for and terms of the issue to be, in the Board's opinion, fair and reasonable to the Company and to all existing Shareholders).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

## SIGN

### Signature of Shareholder(s) This section must be completed.

Shareholder 1

or Director/Authorised officer or attorney

Shareholder 2

or Director/Authorised officer or attorney (if more than one)

Shareholder 3

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

## ATTENDANCE SLIP



Annual General Meeting of Greenfern Industries Limited to  
be held at HQ125, 125 Queen Street, Auckland CBD, Auckland  
1010 on Thursday, 22 September 2022  
at 10:00am