



PROXY FORM/VOTING FORM

Lodge your Proxy

Online: <https://investorcentre.linkmarketservices.co.nz/voting/SPN>

Scan & Email: meetings@linkmarketservices.com
(Please use 'SPN Proxy Form' as the subject for easy identification)

Mail: Use the enclosed reply paid envelope or address to:
Link Market Services Limited
PO Box 91976
Victoria Street West
Auckland 1142

By hand:
Link Market Services
Level 30, PWC Tower
15 Customs Street West
Auckland 1010

General Enquiries: +64 9 375 5998 | meetings@linkmarketservices.com

South Port New Zealand Limited Annual Shareholders' Meeting Proxy/Voting Form

The 34th Annual Shareholders' Meeting of South Port New Zealand Limited (NZBN 9429039452528) will be in person at South Port Board Room, South Port Administration Building, Island Harbour, Bluff on Tuesday, 1 November 2022 commencing at 11:00am (NZST).

For your postal vote or proxy to be effective it must be lodged with Link Market Services Limited by no later than 11:00am, Friday, 28 October 2022 (NZST).

PORT SECURITY

Please note for those attending the meeting in person, not only will a Driver's Licence ID be required to be presented at the security gate to gain access onto the South Port Island Harbour, but advance notice of the name/s of people wishing to attend is to be relayed by contacting Justine Solomon either by phone (03) 212 6009 or email jsolomon@southport.co.nz. This is a mandatory requirement under the Maritime Security Regulations.

Notes

The meeting will be recorded and the recording made available on our website at the conclusion of the meeting - www.southport.co.nz

ATTENDING THE MEETING

1. If you propose to ATTEND the Annual Shareholders' Meeting in person please bring this Voting Form to the meeting to assist with your registration. All shareholders must register with Link Market Services Limited prior to entering the meeting room.

You can also appoint your proxy online by going to <https://investorcentre.linkmarketservices.co.nz/voting/SPN>

POSTAL VOTE

2. If you are entitled to attend and vote at the Annual Shareholders' Meeting you are entitled to vote by postal vote. The Company Secretary has been authorised by the Board to receive and count postal votes at the Annual Meeting.
3. You can cast your postal vote by one of the methods listed above in the box headed "Lodge your Proxy". If you return your postal vote without indicating how you wish to vote, or your indication on how to vote is unclear on any resolution, you will be deemed to have abstained from voting on that resolution.
4. If you complete the postal vote section and also appoint a proxy then your postal vote will be cast and your proxy appointment will not be counted.
5. If this Voting Form is returned duly signed by a shareholder with voting instructions completed, but without indicating that it is a postal vote, and a proxy has not been appointed, it will be deemed to be a postal vote.

PROXY APPOINTMENT

6. If you are a shareholder entitled to attend and vote at the Annual Shareholders' 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. A proxy may be appointed by completing this Voting Form online, or the Voting Form may be completed and mailed, delivered or scanned

and emailed in accordance with the instructions above headed "Lodge your Proxy".

7. A proxy can be any person of your choice and does not have to be a shareholder of South Port New Zealand Limited. If you wish you can appoint the Chair of the Meeting as your proxy. The Chair will vote in accordance with your instructions, or, failing your instructions, in accordance with the terms set out in Note 8 of this Voting Form.
8. If you tick the box "discretion" on any resolution, you are directing your proxy or representative to decide how to vote on that resolution on your behalf. If you tick the "abstain" box on any resolution, you are directing your proxy or representative not to vote on that resolution, or if you tick more than one box in relation to any resolution, the vote on that resolution will be treated as "discretion" and your proxy will exercise his/her discretion as to whether to vote and, if so, how. The Chair intends to vote discretionary proxies in favour of Resolutions. The Chair is not able to vote any discretionary proxies in respect of Resolution 5.
9. This Voting Form must be signed by you or your attorney, duly authorised in writing. In the case of a joint shareholder, this form must be signed by each of the joint shareholders (or their duly authorised attorney). In the case of a corporate shareholder, this Voting Form must be signed by a director or a duly authorised officer acting under the express or implied authority of the corporate shareholder, or an attorney duly authorised by the corporate shareholder.
10. If this Voting Form is signed under a power of attorney, a certificate of non-revocation must be completed and a copy of the power of attorney certified by a Solicitor, Justice of the Peace or Notary Public provided to Link Market Services Limited, unless it has already been noted by the Company or Link Market Services Limited.

VOTING RESTRICTIONS

11. The Company will disregard any votes cast in favour of Resolution 5 by any Director and any of his or her associated persons (in each case the term "associated persons" is as defined in the NZX Listing Rules).
12. The Company need not disregard a vote cast in favour of Resolution 5 by a person referred to in paragraph 11 if that vote is cast by that person as proxy for a person who is entitled to vote, in accordance with an express discretion on the Voting Form.

Section 1

Choose to vote by postal vote or appoint a proxy to vote on your behalf

POSTAL VOTING	
☐ I wish to vote by postal vote (please tick the box). My voting intention is indicated in the resolution section below.	
APPOINT A PROXY TO VOTE ON YOUR BEHALF	
I/We being a shareholder(s) of South Port New Zealand Limited hereby appoint:	
_____	_____
(full name of proxy)	(email)
Or failing that person:	
_____	_____
(full name of proxy)	(email)
as my/our proxy to vote for me/us on my/our behalf as directed below, and on any other matters put to the Annual Shareholders' Meeting of South Port New Zealand Limited to be held at 11:00am on Tuesday, 1 November 2022 (NZST), or at any adjournment of that meeting. Unless otherwise instructed as below, my/our proxy may vote as he/she thinks fit.	

Section 2

VOTING INSTRUCTIONS

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

Tick (✓) in box to record your vote

BUSINESS	FOR	AGAINST	ABSTAIN	DISCRETION
1. That Mr Philip Cory-Wright be re-elected as a Director of the Company.	☐	☐	☐	☐
2. That Mrs Clare Kearney be re-elected as a Director of the Company.	☐	☐	☐	☐
3. That Mr John Schol be elected as a Director of the Company.	☐	☐	☐	☐
4. That the Directors be authorised to fix the fees and expenses of Deloitte New Zealand who acts as Agent for the Controller and Auditor General.	☐	☐	☐	☐
5. To consider and if thought fit, resolve to increase the maximum aggregate sum available for payment to non-Executive Directors for each financial year commencing 1 July from \$333,000 to \$400,000, (20% increase) such sum to be divided between the non-Executive Directors as they determine.	☐	☐	☐	☐

Please refer to the Notice of Annual Shareholders' Meeting 2022 for the explanatory notes to accompany the resolutions above.

Section 3

SHAREHOLDER QUESTIONS

Shareholders present at the Annual Shareholders' 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/SPN> OR complete the question section below and return to Link Market Services in the reply paid envelope enclosed. Questions will need to be submitted by 11:00am Friday, 28 October 2022 (NZST). The Board will also address and answer questions at the Annual Shareholders' Meeting.

QUESTION:

Authorisation

SIGNATURE OF SECURITY HOLDER(S). This section must be completed.

Contact details	Signed on this	day of	2022
_____	_____	_____	_____
(Daytime phone number)	(Day)	(Month)	

Signature/s	(All shareholders must sign)

☐ Please tick here if you would like to receive communications electronically – please provide your email address or email **operations@linkmarketservices.co.nz** to receive shareholder communications electronically.

Email _____