

Attendance Card

Shareholders are invited to attend the Special Meeting of PGG Wrightson Limited, at Riccarton Park, Nightmarch Room, 165 Racecourse Road, Upper Riccarton, Christchurch at 9.30 am on Tuesday 28 June 2011 (registration will commence at 9:00am).

- If you wish to attend, please bring this card. Separate the top section and hand it in at registration. The Voting Instructions / Ballot Paper are for use in the event of a ballot at the meeting.
- If you do not wish to attend and wish to appoint a proxy or representative, please detach the lower section, complete the details and mail to Computershare Investor Services Limited. (See Notes, on the reverse of this card.)

CSN/Shareholder Number:

Number of Shares:

Detach

Proxy Form

Please complete this section if you are NOT attending the meeting and wish to appoint a proxy or representative to attend in your place.

I / We appoint a proxy or representative as indicated below.

I / We: _____ (full names)

being a shareholder (or shareholders) of PGG Wrightson Limited

hereby appoint _____ of _____

or failing him / her _____ of _____

as my proxy or representative to exercise my / our vote at the Special Meeting of the Company to be held at the **Riccarton Park, Nightmarch Room, 165 Racecourse Road, Upper Riccarton, Christchurch at 9.30 am on Tuesday 28 June 2011**, and at any adjournment thereof. (See **Notes**, on reverse of this card).

CSN/Shareholder Number:

Number of Shares:

Voting Instructions

Important: You may cast your vote in one of two ways:

- **BY PERSONALLY ATTENDING THE SPECIAL MEETING**
If you plan to attend the Special Meeting, please bring this Voting/Proxy Form with you.
- **BY APPOINTING A PROXY TO ATTEND THE SPECIAL MEETING**
If you wish to appoint a proxy, please complete the above "Proxy Form", sign in the space provided at the end of that section and return it to the address on the reverse of this form. If you want your proxy to vote on the Resolutions on your behalf, you must also complete the voting section entitled "Resolutions" to direct your proxy how to vote on each resolution (for, against or at the proxy's discretion).

If you do not give voting directions to your proxy by NOT ticking any box in the Voting Section, your direction is to abstain from voting on the relevant resolution.

Ballot Paper

Please complete this section if you have appointed a proxy or representative and wish to instruct him / her on voting. I / We instruct my / our proxy or representative to exercise my / our vote as follows:

	For	Against	Proxy Holder's Discretion
1. To approve the Ngai Tahu Share Acquisition, as described in the Explanatory Memorandum accompanying the Notice of Meeting.*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve: a) the PWF Sale; and b) the entry into the Distribution Agreement; as described in the Explanatory Memorandum accompanying the Notice of Meeting.**	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed: _____ Date: ____ / ____ / ____
(if joint shareholder, both/all must sign)

* Agria (Singapore) Pte Limited, Ngai Tahu Capital Limited and their associates (as defined in the Takeovers Code) may not vote on this resolution.

** Pyne Gould Corporation Limited and Associated persons (as defined in the NZX Listing Rules) of Pyne Gould Corporation Limited and Heartland New Zealand Limited, may not vote on this resolution.

Notes

- 1 A shareholder who is entitled to attend and vote at the meeting may appoint a proxy, or in the case of a corporate shareholder a representative, to attend and vote instead of the shareholder.
- 2 If you wish to appoint a proxy, it is important to specify clearly who you wish to appoint as your proxy on the Proxy and Voting Form.
- 3 A shareholder may appoint any other person including the "chairperson of the meeting" as his / her / its proxy or representative. A proxy or representative need not be a shareholder of the Company.
- 4 You may indicate voting instructions to a proxy or representative on the Voting Instructions, but this is not a requirement. The chairperson of the meeting intends to vote all proxies given to the chairperson of the meeting, in respect of which voting instructions are not indicated on the Voting Instructions, in favour of the relevant resolutions.

In any event, a proxy or representative may vote as he/she sees fit on any other resolutions at the meeting not stated in the Notice of Meeting.
- 5 This form must be signed by the shareholder or his/her/its attorney duly authorised in writing. In the case of joint shareholding, this form must be signed by each of the joint shareholders (or their duly authorised attorney).
- 6 In the case of a corporate shareholder, this 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.
- 7 If this form is signed by an attorney of a shareholder, a certificate of non-revocation of the power of attorney must be attached, together with a copy of the power of attorney, unless it has previously been produced to the Company.
- 8 To appoint a proxy or representative, this form must be received by Computershare Investor Services Limited before **9.30 am on 26 June 2011**.
- 9 Return mail this form (postage paid within New Zealand) by folding the lower section of this form and sealing with adhesive tape. For return from outside New Zealand, place the form in an envelope addressed to Computershare Investor Services Limited, Private Bag 92 119, Auckland 1142, New Zealand and affix the necessary postage.

Fold

Fold

FreePost Authority Number 2888



The Share Registrar
 Computershare Investor Services Limited
 Private Bag 92119
 Auckland 1142
New Zealand

Fold

Fold

ADVICE OF CHANGE OF ADDRESS

Should the address to which this notice was sent be incorrect, please complete both panels below:

Previous Address: _____

New Address: (BLOCK LETTERS please) _____

Any instrument appointing a proxy, and the power of attorney, if any, under which it is signed, must be deposited at the office of the Company's Share Registrar not less than forty-eight hours before the time for holding the meeting, or adjourned meeting, as the case may be, at which the person named in such instrument proposes to vote.

TAPE HERE TO SECURE

