


Lodge your vote

 **Online**
www.investorvote.co.nz

 **By Email**
corporateactions@computershare.co.nz

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

 **By Fax**
+64 9 488 8787

For all enquiries contact

 +64 9 488 8777

Voting Form/Proxy Form



www.investorvote.co.nz

Vote 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/Country of Residence to vote online.



For your vote to be effective it must be received by 10.30am on Sunday, 19 October 2014.

Voting instructions

You may cast your vote in one of three ways:

- **By personally attending the Annual Meeting**
If you plan to attend the Annual Meeting, please bring this Voting Form / Proxy Form with you.
- **By making a postal vote (online or by post, email or fax)**
If you wish to cast a postal vote, please complete the postal voting form, sign in the space provided at the end of that section and return it either by post, email (scanned attachment) or fax to the relevant Computershare address above. Alternatively you can cast a postal vote by visiting the Computershare website above or scanning the QR code (you need to have already downloaded a free QR reader applicable to your smartphone). It is not necessary to also appoint a proxy.
- **By appointing a proxy to attend the Annual Meeting**
If you wish to appoint a proxy, please do this online or complete the "Proxy Form", sign in the space provided at the end of that section and return it either by post, email (scanned attachment) or fax to the relevant Computershare address above. If you want your proxy to vote on the Resolutions on your behalf (and you do not wish to cast a postal vote), 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, unless you appoint the Chairman as proxy in which case the Chairman will vote in favour of the resolution.

Signing Instructions for Postal Voting and Proxy Forms

Individual

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

Joint Holding

Where the holding is in more than one name, all of the shareholders should sign.

Power of Attorney

The Proxy Form has been signed under a power of attorney, a certified 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 form must be signed by a Director jointly with either another Director or a Company Secretary, or a Sole Director can also sign alone. Please sign in the appropriate place and indicate the office held.

Go online to vote or appoint a proxy, or turn over to complete the form

Proxy/Representative Form

Appoint a Proxy to Vote on Your Behalf

Please complete this section if you are NOT attending the meeting and wish to appoint a proxy or representative to attend in your place. DO NOT complete this section if you are appointing a proxy online, or if you are voting online, by email, by post or by fax.

I/We 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 **Annual Meeting of Shareholders of PGG Wrightson Limited ("Company") to be held at the Napier War Memorial Conference Centre (the Ballroom), 48 Marine Parade, Napier on Tuesday, 21 October 2014, commencing at 10.30am** and at any adjournment of that meeting.

Postal Voting Form or Proxy Voting Instructions or Ballot Paper (if a Poll is called)

Please complete this section if you have appointed a proxy or representative and wish to instruct him / her on voting. Or please complete if you are NOT attending the meeting and are NOT appointing a proxy or representative to attend in your place, and you wish to vote by email, by post or by fax. DO NOT complete this section if you are voting or appointing a proxy or representative online.

Ordinary Resolutions supported by the Board

(TICK ONE BOX FOR EACH RESOLUTION)

| | For | Against | Proxy Holder's Discretion |
|---|--------------------------|--------------------------|---------------------------|
| 1. To elect John Nichol as a Director of the Company | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To re-elect Bruce Irvine as a Director of the Company | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To re-elect Guanglin (Alan) Lai as a Director of the Company | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To authorise the Directors to fix the auditor's remuneration | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Signature of Shareholder(s)

This section must be completed.

Shareholder 1

or Sole Director and Sole Company Secretary

Shareholder 2

or Director

Shareholder 3

or Director/Company Secretary

Contact Name: _____ Contact Daytime Telephone: _____ Date: _____

- If you wish to attend, please bring this card. Separate the bottom section and hand it in at registration. The Proxy 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 or vote online, by email, by post or by fax, please follow the instructions on the reverse on this form. **For your vote to be effective it must be received by 10.30am on Sunday 19 October 2014.**

ATTENDANCE SLIP

 PGG Wrightson

Shareholders are invited to attend the Annual Meeting of PGG Wrightson Limited at the Napier War Memorial Conference Centre (the Ballroom), 48 Marine Parade, Napier on Tuesday, 21 October 2014, commencing at 10.30am.