

---

## LODGE YOUR PROXY

**Online:**

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

**Scan & email:**

[meetings@linkmarketservices.com](mailto:meetings@linkmarketservices.com)

**Mail:**

Use the enclosed reply paid envelope or address to :  
Link Market Services  
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](mailto:enquiries@linkmarketservices.com)

---

### PROXY FORM/ADMISSION CARD GOODWOOD CAPITAL LIMITED ANNUAL MEETING OF SHAREHOLDERS

The Annual Meeting of shareholders of Goodwood Capital Limited (the **Company**) will be held at the offices of Link Market Services Limited, Level 30, PwC Tower, 15 Customs Street West, Auckland 1010, on **Thursday, 15 September 2022 commencing at 10:00am**.

#### Appointment of proxy

If you DO NOT propose to ATTEND the Annual Meeting please complete and return this form (in accordance with the lodgement instructions above) to be received by Link Market Services (the share registry), **no later than 10am Tuesday, 13 September 2022**. 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/GWC> or by scanning the QR code above with your smartphone. Your proxy need not be a Shareholder of the Company. You may appoint the Chairman of the Meeting as your proxy by entering "Chairman" in the relevant space on the reverse of this form.

#### *Voting of your holding*

Direct your proxy how to vote by making the appropriate election, either online or on this Proxy Form, in respect of each item of business. 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 (providing the proxy is eligible to vote on that matter). If this Proxy Form is returned duly signed by a Shareholder with voting instructions included, but without specifying a person that is appointed as proxy, the Chairman is deemed to be the proxy for the purpose of that form, but only to vote to the extent of the voting instructions provided.

#### Signing instructions for proxy forms

##### *Individual*

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

##### *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, a copy of the power of attorney under which it was signed (if not previously provided to the Registrar), and a signed certificate of non-revocation of the power of attorney must accompany this Proxy Form.

##### *Corporate Shareholder*

In the case of a corporate shareholder, a duly authorised officer or director must sign this Proxy Form. Persons who sign on behalf of a corporate shareholder must be acting with that corporate shareholder's express or implied authority, or execute under the common seal of the corporate shareholder (if it has one).

Go online to <https://investorcentre.linkmarketservices.co.nz/voting/GWC> to appoint your proxy

# PROXY/CORPORATE REPRESENTATIVE FORM

## STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

I/We being a shareholder/s of Goodwood Capital Limited.

hereby appoint \_\_\_\_\_ of \_\_\_\_\_  
(Full Name) (Full Address)

Or failing  
him/her \_\_\_\_\_ of \_\_\_\_\_  
(Full Name) (Full Address)

As my/our proxy to vote for me/us on my/our behalf at the Annual Meeting of the Company to be held at 10am on Thursday, 15 September 2022 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 each resolution you must tick one box. If you mark the abstain box for an item, you are directing your proxy not to vote on your behalf during a poll and your votes will not be counted computing the required majority, for that item 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 will vote on each resolution as he/she sees fit, or may abstain from voting. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

To consider and, if thought fit, pass the following ordinary resolution:

	For	Against	Abstain	Discretion
1. <b>Remuneration of Auditors</b> To authorise the Board to fix the remuneration of the Company's auditors for the forthcoming year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

## STEP 3: SIGN: SIGNATURE OF SHAREHOLDER(S) This section must be completed

Signed this \_\_\_\_\_ day \_\_\_\_\_ 2022

Signature \_\_\_\_\_

Contact Name:

Daytime contact number:

**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.