

I/We \_\_\_\_\_

of \_\_\_\_\_

being a shareholder of New Zealand Local Government Funding Agency Limited ("**Company**") appoint  
\_\_\_\_\_

of \_\_\_\_\_ or failing him/her \_\_\_\_\_

of \_\_\_\_\_ as my/our proxy to vote for me/us at the special general meeting of the  
Company to be held on 30 June 2020 and at any adjournment thereof.

If you wish to direct the proxy how to vote, please indicate with a  in the appropriate box below. If  
the proxy can vote as he or she thinks fit, please indicate with a  in the following box:

- |   | For                      | Against                  |
|---|--------------------------|--------------------------|
| 1. To approve the changes to the foundation policies of the Company | <input type="checkbox"/> | <input type="checkbox"/> |
- (Please refer to the notice of meeting for details of the resolution)

\_\_\_\_\_  
**Signature of Shareholder**

**Dated:** 2020

**Notes:**

1. In light of recent public health announcements relating to COVID-19, the Company's board has made the decision to hold the special general meeting as a virtual meeting. You may attend the virtual meeting and vote or you may appoint a proxy to attend and vote in your place.
2. If you wish you may appoint as your proxy the chairperson of the meeting. The chairperson intends to vote all discretionary proxies, for which they have authority to vote, in favour of the resolution.
3. If you are a body corporate, this proxy form must be signed on behalf of the body corporate by a person acting under the body corporate's express or implied authority.
4. For this proxy form to be valid, you must complete it and produce it to the Company at least 48 hours before the time for holding the meeting. You can produce it to the Company by delivering it to **Level 8, City Chambers, 142 Featherston Street, Wellington 6145** or via email to [jane.phelan@lgfa.co.nz](mailto:jane.phelan@lgfa.co.nz). **It must be received at least 48 hours before the time for holding the meeting.**
5. 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.
6. If you return this form without directing the proxy how to vote on the resolution, the proxy can vote how he or she thinks fit if authorised by you in this proxy form by ticking the appropriate box. Otherwise, the proxy will be deemed to have abstained from voting on that matter.
7. Capitalised terms in this proxy form have the meanings given to them in the shareholders' agreement dated 7 December 2011 (as amended from time to time) between the Company and its shareholders.