



Lodge your proxy

Online

www.investorvote.co.nz

By Mail

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OR

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Admission Card

If you wish to attend the Tilt Renewables Limited Special Meeting to be held at Lambton 1 Room, Intercontinental Hotel, 2 Grey Street, Wellington Central, Wellington 6011, New Zealand on Wednesday 14 July 2021 at 2:00pm (New Zealand time), please bring this form INTACT to the meeting as your admission card to assist registration.

Proxy/Voting Form/Admission Card

www.investorvote.co.nz

Appoint a proxy, 24 hours a day, 7 days a week:

Smartphone?

Scan the QR code to appoint your proxy now.

Your secure access information

Control number:

CSN/Securityholder number:

Please note: You will need your CSN/Securityholder Number and postcode or country of residence (if outside New Zealand) to securely access InvestorVote and then follow the prompts to appoint your proxy and exercise your vote online.



For your proxy appointment to be effective it must be received by Computershare by 2:00pm (New Zealand time) on Monday 12 July 2021.

Appointment of Proxy

- 1) As a shareholder you may attend the meeting and vote, or you may appoint a proxy to attend and vote in your place. A proxy need not be a shareholder of the Company. You can appoint a proxy online or by completing and returning this proxy form by mail, fax, or email in accordance with the instructions set out in this form.
- 2) The Company Secretary, Steve Symons, is willing to act as proxy for any shareholder who may wish to appoint him for that purpose. If you appoint a proxy, you can either direct your proxy how to vote or let them decide on your behalf by ticking the box marked "proxy discretion". The Company Secretary (and any Director appointed as a proxy) intends to vote undirected proxies in favour of the resolution unless a majority of the Non-Conflicted Directors have changed their recommendation prior to the meeting, in which event the Company Secretary (and any Director appointed as a proxy) will vote against the resolution.
- 3) If, in appointing a proxy, a shareholder has not named a person to be the shareholder's proxy (either online or on this form), or the shareholder's named proxy does not attend the meeting, the Company Secretary will be that shareholder's proxy and will vote in accordance with that shareholder's express direction. If the shareholder has not included an express direction (either online or on this form), then the Company Secretary will exercise that shareholder's vote in favour of the resolution unless a majority of the Non-Conflicted Directors have changed their recommendation prior to the meeting in which event the Company Secretary will vote against the resolution.

Voting of your holding

Please direct your proxy to vote by marking the appropriate box on the form:

- if you tick the FOR box you are directing your proxy to cast your vote in favour of the resolution;
- if you tick the AGAINST box you are directing your proxy to cast your vote against the resolution;
- if you tick the PROXY DISCRETION box you are directing your proxy to make the decision about how to cast your vote for the resolution;

- if you tick the ABSTAIN box you are directing your proxy not to cast the vote on your behalf for the resolution;
- if you correctly appoint a proxy but do not tick the voting box, this will be counted as a tick in the FOR box for the resolution.

Note the resolution will be put as a single resolution for the purposes of confirming the approvals of each interest class and a simple majority of the votes of all shareholders.

Electronic Voting

You can appoint a proxy to cast your vote electronically by accessing InvestorVote (www.investorvote.co.nz) in accordance with the above instructions. Use this option if you will NOT be attending the meeting and wish to lodge your proxy electronically. Do not return this form if you have lodged your proxy using InvestorVote.

Revocation of proxy

You may revoke your proxy at any time provided written notice of such revocation is received before the commencement of the meeting either by the Company at its registered office (being C/- Russell McVeagh, Level 30, Vero Centre, 48 Shortland Street, Auckland, New Zealand) or by Computershare (at either of the mail addresses printed at the top of this form). Attending the meeting and voting in person (including online) automatically revokes your earlier proxy.

Comments & Questions

If you have any comments or questions for the Company, please write them on a separate sheet of paper and return with this form.

To be valid, this Proxy Form must be deposited with the Company using one of the methods set out above so as to be received at least 48 hours before the time for holding the meeting (that is, not later than 2:00pm (New Zealand time) on Monday 12 July 2021.

Go online to lodge your proxy or turn over to complete the form

Proxy Form

Step 1 Appoint a Proxy to Vote on Your Behalf

I/We being a shareholder/shareholders of **Tilt Renewables Limited**

hereby appoint _____ of _____

or failing that person _____ of _____

as my/our proxy or representative to exercise my/our vote at the **Special Meeting of Tilt Renewables Limited to be held on Wednesday 14 July 2021 at Lambton 1 Room, Intercontinental Hotel, 2 Grey Street, Wellington Central, Wellington 6011, New Zealand at 2:00pm (New Zealand time)** and at any adjournment thereof; and to vote on any resolution to amend a resolution, on any resolution so amended and on any other resolution proposed.

If your proxy will be attending the meeting remotely, please ensure that you provide their contact details (phone and email address). If this information is not provided, we cannot guarantee remote admission to the virtual meeting for your proxy.

Proxy contact details (Phone): _____ **and (Email):** _____

Step 2 Items of Business - Voting Instructions/Ballot Paper

Please note: This part of the form can be used as voting instructions for a proxy vote or as a voting paper at the Special Meeting. Tick the box that applies. If you want your proxy to decide how to vote on the resolution, please mark the box "Proxy Discretion". If you mark the Abstain box, you are directing your proxy not to vote on your behalf on the poll and your votes will not be counted in computing the required majority.

Resolution	For	Against	Abstain	Proxy Discretion
1) That the Scheme (the terms of which are described in the Scheme Booklet) be approved.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signing Instructions for Postal 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

When the form of proxy is signed by an attorney, the Power of Attorney under which it is signed, if not previously produced to the Company, must accompany the proxy form.

Companies

A proxy granted by a company must be signed by an authorised person.

Corporate Representative

If a representative of a corporate shareholder is to attend the meeting please complete this form and have it signed by an authorised person.

Step 3 Signature of Shareholder(s) This section **must** be completed

Shareholder 1

or Sole Director/Director

Shareholder 2

or Director (if more than one)

Shareholder 3

Contact Name

Contact Daytime Telephone

Date

Shareholders can still attend the meeting, even if they have appointed a proxy.

ATTENDANCE SLIP



Special Meeting of Tilt Renewables Limited to be held on Wednesday 14 July 2021 at Lambton 1 Room, Intercontinental Hotel, 2 Grey Street, Wellington Central, Wellington 6011, New Zealand at 2:00pm (New Zealand time)