



**Online**  
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**By Mail**  
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## Proxy/Voting Form

	<b>www.investorvote.co.nz</b>	<b>Smartphone?</b> Scan the QR code to vote now.
<b>Your secure access information</b>		
<b>Control Number:</b>	<b>CSN/Shareholder Number:</b>	
<b>PLEASE NOTE:</b> You will need your CSN/Shareholder Number and post code or country of residence (if outside New Zealand) to vote online.		
<b>For your vote to be effective it must be received by 11:00am (New Zealand time) on Monday 20 July 2015</b>		

### How to Vote on Items of Business

All your shares will be voted in accordance with your directions. For further information on the Meeting and the Resolutions refer to the accompanying Notice of Meeting and Explanatory Notes.

### Appointment of Proxy

If you wish to appoint a proxy, please insert his/her name and address. The proxy need not be a shareholder of the Company. If the Chairperson of the meeting is appointed as your proxy, your proxy for each resolution will be exercised by the Chairperson presiding at the time the resolution is voted on. It is intended that the Chairman of the Board will be the Chairperson of the meeting presiding at the time of voting on all resolutions. The Chairman is willing to act as proxy for any shareholder who wishes to appoint him for that purpose.

Subject to the restrictions described below, if you appoint the Chairman or any other director as your proxy and tick the Discretion box, or do not tick any box, the Chairman or director, as applicable, intends to vote in favour of the relevant resolution.

Tim Storey intends to abstain from voting any undirected proxies given to him in respect of his re-election as a director (Resolution 2) and John Harvey intends to abstain from voting any undirected proxies given to him in respect of his re-election as a director (Resolution 3). Each of the directors intended to receive fees under Resolution 4 and their Associated Persons under the NZX Main Board Listing Rules are prohibited from voting in favour of Resolution 4 (Increase to aggregate Directors' fee pool), except in relation to proxies which contain express instructions setting out how to exercise the appointing Shareholder's vote. If you appoint any of these directors as your proxy, and tick the box marked Discretion, or do not tick any box, in relation to Resolution 4, they will not be able to vote in favour of that resolution and intend to abstain in respect of that resolution.

### Attending the Meeting

Bring this form to assist registration. If a representative of a corporate shareholder or proxy is to attend the meeting he or she will need to provide appropriate "Evidence of Appointment" prior to admission.

### Signing Instructions for Postal Forms

This proxy form must be signed by the holder appointing the proxy, or his or her duly authorised attorney. Joint holders must all sign the form.

In the case of a shareholder that is a company, the proxy form must be signed by a person acting under that company's express or implied authority.

If the proxy form is signed by an attorney, the power of attorney must, if not already produced to the Company, accompany the proxy form together with a certificate of non-revocation of power of attorney.

A resolution that has been put to shareholders for approval by way of ordinary resolution requires approval by a simple majority of the votes of shareholders of the Company entitled to vote and voting on the resolution.

### 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.

# Proxy/Corporate Representative Form

## STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a shareholder/shareholders of DNZ Property Fund Limited

hereby appoint \_\_\_\_\_ of \_\_\_\_\_

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

as my/our proxy to exercise my/our vote at the **Annual Meeting of DNZ Property Fund Limited to be held at the Remuera Room, Ellerslie Racecourse, 80-100 Ascot Avenue, Greenlane, Auckland on Wednesday, 22 July 2015 at 11.00am** and at any adjournment of that meeting.

## STEP 2 Items of Business - Voting Instructions/Ballot Paper (if a Poll is called)

**Please note:** If you mark the Abstain box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority. If you mark the Discretion box for an item, your proxy may vote or abstain from voting as he or she thinks fit subject to the restrictions on voting set out in the "Appointment of Proxy" section on the front of this proxy/voting form.

Ordinary Business		For	Against	Discretion	Abstain
<b>Resolution 1</b>	That the re-appointment of PricewaterhouseCoopers as auditor of the Company be recorded and the directors be authorised to fix the auditor's fees and expenses.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 2</b>	That Timothy Ian Mackenzie Storey be re-elected as a director of the Company pursuant to clause 20.3 of the Constitution.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 3</b>	That Edward John Harvey be re-elected as a director of the Company pursuant to clause 20.3 of the Constitution.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 4</b>	That, with effect from the start of the financial year commencing on 1 April 2015 (FY16), the aggregate Directors' fee pool (being a monetary sum per annum limit payable to all directors) for the Company, pursuant to Listing Rule 3.5.1(a) be increased from \$450,000 to \$625,000.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

## SIGN Signature of Shareholder(s) This section must be completed.

<p>Shareholder 1</p> <div style="border: 1px solid black; height: 25px; width: 100%;"></div> <p>or Sole Director and Sole Company Secretary</p>	<p>Shareholder 2</p> <div style="border: 1px solid black; height: 25px; width: 100%;"></div> <p>or Director</p>	<p>Shareholder 3</p> <div style="border: 1px solid black; height: 25px; width: 100%;"></div> <p>or Director/Company Secretary</p>
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Contact Name \_\_\_\_\_ Contact Daytime Telephone \_\_\_\_\_ Date \_\_\_\_\_

### ATTENDANCE SLIP



Annual Meeting of DNZ Property Fund Limited to be held at the Remuera Room, Ellerslie Racecourse, 80-100 Ascot Avenue, Greenlane, Auckland on Wednesday, 22 July 2015 at 11.00am