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## Governance New Zealand Incorporated Proxy Form

### Annual General Meeting – Ordinary Business

For your proxy to be valid, you must be a member of Governance New Zealand Incorporated. Insert your name and membership number below and sign this form.

Name

Membership Number

Signature

If you wish the Board Chair, Julie Hardaker FCG FGNZ or the duly appointed chair of the meeting to act as your proxy, put a cross (X) against the relevant box, or otherwise write the name of your proxy in block capitals and put a cross (X) in the third box. Your proxy must be another financial Member of Governance New Zealand Inc. If your proxy is unable to attend the meeting, your proxy reverts to the chair unless you delete the words “The chair of the meeting, or”

I, being a Member of Governance New Zealand Inc hereby appoint:

<input type="checkbox"/>	Julie Hardaker FCG FGNZ, the chair of the meeting or,
<input type="checkbox"/>	GNZ Member

as my proxy to vote for me on my behalf at the **Annual General Meeting** of the Governance New Zealand Inc, to be held on the **16<sup>th</sup> day of November 2022** at 5.45pm and at any adjournment thereof. Unless otherwise indicated below, or on any matter properly before the meeting but not referred to below, my proxy may exercise their discretion as to how they vote.

Please indicate with a cross (X) in the spaces below how you wish your vote to be cast. In the absence of such indication the proxy will exercise his/her discretion in voting.

#### Resolutions: (X the appropriate box)

	FOR	AGAINST
1. That the President’s Report, and the audited Performance Report be received.	<input type="checkbox"/>	<input type="checkbox"/>
2. That the Board be authorised to appoint an Auditor for the 2022/2023 fiscal year.	<input type="checkbox"/>	<input type="checkbox"/>
3. Confirm the Board appointments for 2023.	<input type="checkbox"/>	<input type="checkbox"/>
4. That the Board be authorised to approve as a correct record the minutes of the AGM.	<input type="checkbox"/>	<input type="checkbox"/>

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Once completed send the form in its entirety by scan and email to [secretary@governancenz.org](mailto:secretary@governancenz.org); no later than **4.30pm Monday 14<sup>th</sup> November 2022**, so that arrangements can be made to deliver your proxy form to the Annual General Meeting not less than 48 hours before the commencement of the meeting. Any proxy form received after that time will not be valid for the scheduled meeting.

Rule 15.3 The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

Rule 15.5 The proxy may vote at any subsequent meeting being an adjourned meeting of the original meeting and should the Member who appointed the proxy be able to attend an adjourned meeting to vote personally then if that Member so wishes he may cancel the authority conferred by the proxy instrument.

Rule 15.6 No Member shall be entitled to be present or vote at any meetings while he is under any pecuniary liability to Governance New Zealand which shall have existed for more than three months.