
LODGE YOUR PROXY

Online:

<https://investorcentre.linkgroup.nz/voting/GFL>

Scan & email:

meetings@linkmarketservices.com

Mail:

Deliver:

MUFG Corporate Markets
Level 30, PwC Tower,
15 Customs Street West,
Auckland 1010

Use the enclosed reply paid
envelope or address to:
MUFG Corporate Markets
PO Box 91976
Auckland 1142

Scan this QR code with your smartphone and vote online



General Enquiries

+64 9 375 5998 | enquiries@linkmarketservices.com

PROXY FORM/ADMISSION CARD FOR GENEVA FINANCE LIMITED'S 2024 ANNUAL MEETING

The Annual Meeting of Geneva Finance Limited (Geneva) will be held at the **Pakuranga Hunt Room at Ellerslie Event Centre, 100 Ascot Avenue, Remuera, Auckland** on **Thursday, 26 September 2024 commencing at 2:00pm**.

If you will not attend the Meeting but wish to be represented by proxy, please complete and return this form (in accordance with the lodgement instructions above) to Geneva's share registry, MUFG Corporate Markets (formerly Link Market Services), by no later than **2:00pm, Tuesday, 24 September 2024**. You can also appoint your proxy and vote on the resolutions on the reverse of this form online by going to <https://investorcentre.linkgroup.nz/voting/GFL> or by scanning the QR code above with your smartphone.

Appointment of proxy

A shareholder entitled to attend and vote is entitled to appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead of him/her and that proxy or representative need not also be a shareholder. The Chairperson of the Meeting is willing to act as proxy for any shareholder who wishes to appoint him for that purpose. If you appoint the Chairperson and you do not indicate how the Chairperson should vote, the Chairperson will vote in favour of the resolutions.

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 resolution. 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. If you make more than one election in respect of a resolution your vote will be invalid on that resolution. If you expressly appoint the Chairman of the Meeting or any other Director as your proxy and elect to give them discretion on how to vote on a resolution, you acknowledge that they will exercise your vote in favour of resolutions 1 to 6.

Attending the meeting

If you wish to vote in person, you should attend the Meeting. **Please bring this form with you to the Meeting** to assist with your registration. A corporation may appoint a person to attend and vote at the Meeting as its representative in the same manner as that in which it could appoint a proxy. That person need not also be a shareholder.

Signing instructions for proxy forms

Individual

This Proxy Form must be signed by the shareholder or his/her/its attorney duly authorised in writing.

Joint Holding

In the case of a joint shareholding, this Proxy Form may be signed by either of the joint shareholders (or their duly authorised attorney).

Power of Attorney

This Proxy Form and the power of attorney or other authority, if any, under which it is signed, or a copy of that power or authority certified by a Solicitor, Justice of the Peace or Notary Public must be deposited or mailed to be received at the office of MUFG Corporate Markets (formerly Link Market Services Limited), in any manner as per the instructions below, not later than 2:00pm on Tuesday, 24 September 2024.

Corporate Shareholder

In the case of a corporate shareholder, this Proxy Form must be signed by a director or a duly authorised officer acting under the express or implied authority of the shareholder, or an attorney duly authorised by the shareholder.

Go online to <https://investorcentre.linkgroup.nz/voting/GFL> 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 Geneva Finance Limited hereby appoint:

_____ of _____
(Full Name) (Full Address)

Or

_____ 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 on Thursday, 26 September 2024 and at any adjournment of that meeting 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 to abstain from voting on each such resolution. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

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 on a poll and your votes will not be counted computing the required majority, for that item.

To consider and, if thought fit, pass the following resolutions:

Special Resolution	For	Tick (✓) in box to vote		Discretion
		Against	Abstain	
1. Change of Constitution That, as a special resolution in accordance with section 32(2) of the Companies Act 1993, and with immediate effect the existing Constitution of the Company be revoked, and the Company adopt a replacement Constitution in the form tabled at the meeting and signed by the chairman for the purpose of identification.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Ordinary Resolutions				
2. Election of Director To re-elect Alan Leighton Maiai Hutchison as a director of Geneva Finance Limited.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Election of Director To elect Laurence Michael Goodman as a director of Geneva Finance Limited.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Election of Director To elect Harley Edward Aish as a director of Geneva Finance Limited.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Election of Director To elect Grant Ian Hally as a director of Geneva Finance Limited.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Auditor Remuneration That the Board be authorised to determine the auditor's fees and expenses for the 2025 financial year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3: SHAREHOLDER QUESTIONS

Shareholders present at the Annual Shareholders' Meeting will have the opportunity to ask questions during the meeting. If you cannot attend but would like to ask a question, you can submit a question online by going to <https://investorcentre.linkgroup.nz/voting/GFL> and completing the online validation process or complete the question section below and return to MUFG Corporate Markets (formerly Link Market Services). Questions will need to be submitted by 2:00pm on Tuesday, 24 September 2024. The Board will address and answer questions during the meeting.

Question

STEP 4: SIGN: SIGNATURE OF SHAREHOLDER(S) This section must be completed.

Shareholder 1

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or duly authorised officer or attorney

Shareholder 2

--

or duly authorised officer or attorney

Shareholder 3

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or duly authorised officer or attorney

Contact Name _____ Contact Daytime Telephone _____ Date _____

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.

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