



**IMPORTANT** If you plan to attend the Annual Meeting of Shareholders, please bring this Voting/Proxy Form with you.

Shareholders are invited to attend the Annual Meeting of NZ Farming Systems Uruguay Limited, at the Ellerslie Event Centre, Great Northern Room, Auckland on Thursday 15 October 2009, commencing at 10.30am.

- If you wish to attend, please bring this card. Separate the top section and hand it in at registration. The Voting Instructions / Ballot Paper are for use in the event of a ballot at the meeting.
- If you do not wish to attend and wish to appoint a proxy or representative or cast a postal vote, please detach the relevant lower section, complete the details and mail to Computershare Investor Services Limited (See Notes, on the reverse of this card.)

CSN/Shareholder Number:

Number of Shares:

## Attendance Card

Detach

### Proxy Form

Please complete this section if you are NOT attending the meeting and wish to appoint a proxy or representative to attend in your place.

CSN/Shareholder Number:

Number of Shares:

I / We appoint a proxy or representative as indicated below.

I / We: \_\_\_\_\_ (full names)

being a shareholder (or shareholders) of NZ Farming Systems Uruguay Limited

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

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

as my proxy or representative to exercise my / our vote at the Annual Meeting of the Company to be held at the Ellerslie Event Centre, Great Northern Room, Auckland on Thursday 15 October 2009, commencing at 10.30am and at any adjournment thereof (See **Notes**, on reverse of this card).

### Voting instructions

Important: You may cast your vote in one of three ways:

- **BY PERSONALLY ATTENDING THE ANNUAL MEETING**  
If you plan to attend the Annual Meeting, please bring this Voting/Proxy Form with you.
- **BY MAKING A POSTAL VOTE**  
If you wish to cast a postal vote, please complete the voting section of this form entitled "Resolutions", sign in the space provided at the end of that section and return it to the address on the reverse of this form. It is not necessary to also appoint a proxy.
- **BY APPOINTING A PROXY TO ATTEND THE ANNUAL MEETING**  
If you wish to appoint a proxy, please complete the above "Proxy Form", sign in the space provided at the end of that section and return it to the address on the reverse of this form. If you want your proxy to vote on the Resolutions on your behalf (and you do not wish to cast a postal vote), you must also complete the voting section entitled "Resolutions" to direct your proxy how to vote on each resolution (for, against or at the proxy's discretion).

If you do not give voting directions to your proxy by NOT ticking any box in the Voting Section, your direction is to abstain from voting on the relevant resolution.

### Ballot Paper/Postal Vote Form

Please complete this section if you have appointed a proxy or representative and wish to instruct him / her on voting.

OR if you are NOT attending the meeting and are NOT appointing a proxy or representative to attend in your place and you wish to exercise a postal vote.

I / We instruct my / our proxy or representative to exercise my / our vote as follows:

Resolutions (TICK ONE BOX FOR EACH RESOLUTION)	For	Against	Proxy Holder's Discretion
<b>Director nominations supported by the Board</b>			
1. To re-elect John Suffield Parker as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To elect Graeme Henry Wong as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Director nominations not supported by the Board</b>			
3. To elect Paul Grogan as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Ordinary business supported by the Board</b>			
4. To authorise the Directors to fix the auditor's remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed: \_\_\_\_\_ Date: \_\_\_\_/\_\_\_\_/\_\_\_\_  
(if joint shareholder, both/all must sign)

## Notes

- 1 A shareholder who is entitled to attend and vote at the meeting may appoint a proxy, or in the case of a corporate shareholder a representative, to attend and vote instead of the shareholder.
- 2 If you wish to appoint a proxy, it is important to specify clearly who you wish to appoint as your proxy on the Proxy and Voting Form.
- 3 A shareholder may appoint any other person including the "chairperson of the meeting" as his / her / its proxy or representative. A proxy or representative need not be a shareholder of the Company.
- 4 You may indicate voting instructions to a proxy or representative on the Voting Instructions but this is not a requirement. The chairperson of the meeting intends to vote all proxies given to the chairperson of the meeting, in respect of which voting instructions are not indicated on the Voting Instructions, in favour of the Resolutions supported by the Board and against those Resolutions not supported by the Board.  
  
In any event, a proxy or representative may vote as he/she sees fit on any other Resolutions at the meeting not stated in the Notice of Annual Meeting.
- 5 This form must be signed by the shareholder or his/her/its attorney duly authorised in writing. In the case of joint shareholding, this form must be signed by each of the joint shareholders (or their duly authorised attorney).
- 6 In the case of a corporate shareholder, this 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.
- 7 If this form is signed by an attorney of a shareholder, a certificate of non-revocation of the power of attorney must be attached, together with a copy of the power of attorney unless it has previously been produced to the Company.
- 8 To appoint a proxy or representative, this form must be received by Computershare Investor Services Limited before 10.30 am on 13 October 2009.
- 9 Return mail this form (postage paid within New Zealand) by folding the lower section of this form and sealing with adhesive tape. For return from outside New Zealand, place the form in an envelope addressed to Computershare Investor Services Limited, Private Bag 92 119, Auckland 1142, New Zealand and affix the necessary postage.

FreePost Authority Number 2888



The Share Registrar  
Computershare Investor Services Limited  
Private Bag 92119  
Auckland 1142  
**New Zealand**

### ADVICE OF CHANGE OF ADDRESS

Should the address to which this notice was sent be incorrect, please complete both panels below:

Previous Address: \_\_\_\_\_

\_\_\_\_\_

New Address: BLOCK LETTERS Please \_\_\_\_\_

\_\_\_\_\_

Any instrument appointing a proxy, and the power of attorney, if any, under which it is signed, must be deposited at the office of the Company's Share Registrar not less than forty-eight hours before the time for holding the meeting, or adjourned meeting, as the case may be, at which the person named in such instrument proposes to vote.

TAPE HERE

