

ANNUAL MEETING 2013
ADMISSION CARD / PROXY VOTING FORM

ALLIED FARMERS

The Annual Meeting of Allied Farmers Limited will be held on Tuesday 26 November 2013 at 11.00am TSB Hub, Camberwell Road, Hawera

If you propose to attend the meeting please bring this Admission Card and appointment of Proxy/Corporate Representative form intact to the meeting as the barcode is required for your registration. If you propose not to attend the meeting but wish to appoint a proxy, or if you are a company and you propose to attend, please complete and post this form. Please read the instructions overleaf and in the Notice of Meeting before completing this form. For your completed Proxy form to be valid, it must be received by Allied Farmers Limited's share registry, Link Market Services, no later than **12.00pm on Friday 22 November 2013**.

APPOINTMENT OF A PROXY

FOR USE IF YOU WILL NOT ATTEND THE MEETING BUT WISH SOMEONE TO REPRESENT YOU AND VOTE ON YOUR BEHALF AT THE MEETING

The "Chairperson of the Meeting" is willing to act as proxy for any shareholder who wishes to appoint him/her for that purpose. If you wish to appoint the Chairperson, please insert "Chairperson of the Meeting" in the box below and leave the address blank. The Chairperson cannot act as a discretionary proxy in relation to Resolutions 3 and 4.

I/We the above named shareholder/shareholders of Allied Farmers Limited hereby appoint as my/our proxy:

	of	
<i>(full name of proxy)</i>		<i>(full address)</i>

failing that person

	of	
<i>(full name of proxy)</i>		<i>(full address)</i>

as my/our proxy to vote for me/us on my/our behalf as directed below and on any other matter to be put to the Annual Meeting of shareholders of Allied Farmers Limited to be held on Tuesday 26 November 2013 at 11.00am and at any adjournment or postponement thereof.

VOTING INSTRUCTIONS

(Tick(✓) only ONE box in respect of each resolution)

Complete this section if you have appointed a proxy. Please note that if the shares are held jointly, the voting instructions given in this section are given on behalf of each joint holder. **For each resolution you must tick one box.** If no box is marked, or more than one box is marked, in relation to any resolution, the vote on that resolution will be treated as 'abstain'.

RESOLUTIONS:

	FOR	AGAINST	ABSTAIN ¹	PROXY'S DISCRETION ²
1. Re-election of Director: That Garry Bluett be re-elected as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. That the Directors be authorised to fix the fees and expenses of the auditors for the ensuing year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. That the professional investor placement of 13 September 2013 be approved and ratified	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. That the Farmers Meat Export Limited related party loan be approved and ratified	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

- 1 If you tick the "Abstain" Box for a particular resolution, you are directing your proxy **not to vote** on that resolution. If a proxy does not vote on your behalf on a resolution, your votes will not be counted when calculating a majority for that resolution.
- 2 If you tick the "Proxy Discretion" box for a particular resolution, subject to the Notes below, you are directing your proxy **to decide how to vote** on that resolution on your behalf.

Signature of Shareholder(s):

If a joint holding – all shareholders must sign

Signed this day of 2013

Contact Details (daytime phone number)

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NOTES

1. A Shareholder of the company who is 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. A proxy need not be a shareholder of the company.
2. If you appoint a proxy you must either direct the proxy how to vote by ticking the "For", "Against" or "Abstain" box in respect of each resolution OR by ticking the "Proxy Discretion" box in respect of each resolution. A shareholder can direct the proxy holder in respect of one or more resolutions and, except as described in paragraph 3 below, give the proxy holder discretion in respect of other resolutions. If no box is marked, or more than one box is marked, in relation to any resolution, the vote on that resolution will be treated as 'abstain'.
3. The Chairman of the Meeting, Mr Garry Bluett, is willing to act as proxy for any shareholder who may wish to appoint him for that purpose and, except in relation to resolutions 3 and 4 where he is precluded from exercising a proxy discretion, he intends to vote in favour of all resolutions where he is given a "Proxy Discretion". If shareholders wish to appoint a "Proxy Discretion" for resolutions 3 and 4, each director other than Mr Bluett is willing to act as proxy for this purpose. These directors intend to vote in favour of resolutions 3 and 4. To appoint the Chairman, enter "Chairman of the Meeting" in the space allocated for the full name of the proxy. If you wish to appoint any director, enter that director's full name in that space.
4. This Proxy Form (see overleaf) must be signed by the shareholder or his/her/its attorney duly authorised in writing. In the case of a joint shareholding, this Proxy Form must be signed by each of the joint shareholders (or their duly authorised attorney). 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.
5. For this form to be valid, you must complete it and return it to Allied Farmers' share registry, Link Market Services by **12.00pm on Friday 22 November 2013**. You can produce it by any of the methods provided in the section below.
6. If this form has been signed under a power of attorney ("POA"), a copy of the POA (unless already noted by the company or its registry) and a signed certificate of non-revocation of the POA must be produced to the company with this form.
7. **If you intend to attend the meeting and vote please bring this form intact to the meeting as your admission card.** The barcode is required for registration purposes. Your voting card will be handed to you when registering at the meeting.
8. If you have any questions regarding your proxy/corporate representative or meeting attendance please call Link Market Services investor help line on 09 375 5998 (+64 9 375 5998).

COMPLETING YOUR PROXY/CORPORATE REPRESENTATIVE FORM:

PLEASE COMPLETE YOUR PROXY/CORPORATE REPRESENTATIVE FORM AND RETURN TO LINK MARKET SERVICES, IN ONE OF THE FOLLOWING WAYS:

Mail:	If mailing a Proxy/Corporate Representative Form in New Zealand please place in the reply paid envelope If mailing from outside New Zealand, please place in the pre-addressed envelope, affix the postage from the country of mailing and post to: Link Market Services, P O Box 91976, Victoria Street West, 1142 Auckland, New Zealand
Deliver:	Link Market Services Limited, Level 7, Zurich House, 21 Queen Street, Auckland
Fax:	+64 9 375 5990
Scan & email:	meetings@linkmarketservices.co.nz (please put the words "Allied Farmers Proxy Form" in the subject line for easy identification)