

Lodge your proxy



Online
www.investorvote.co.nz



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Proxy/Voting Form



www.investorvote.co.nz

Lodge your proxy online, 24 hours a day, 7 days a week:

Smartphone?

Scan the QR code to vote now.

Your secure access information

Control Number:

CSN/Shareholder Number:

PLEASE NOTE: You will need your CSN/Shareholder Number and postcode or country of residence (if outside New Zealand) to securely access InvestorVote and then follow the prompts to appoint your proxy and exercise your vote online.



For your proxy to be effective it must be received by 10:00am Tuesday 29 October 2019

How to Vote on Items of Business

All your shares will be voted in accordance with your directions.

Appointment of Proxy

If you do not plan to attend the meeting or vote online, by mail or by fax, you may appoint a proxy to vote on your behalf at the meeting. To appoint a proxy to vote on your behalf, enter the name of your proxy in the space allocated in 'Step 1' of the Proxy/Voting Form overleaf. If you appoint a proxy you must either direct the proxy how to vote by marking the "for" or "against" or "abstain" box in respect of each resolution OR by marking the "proxy discretion" box in respect of each resolution. If you do not name a person as your proxy or your named proxy does not attend the meeting, the Chairman will be your proxy and may vote only in accordance with your express direction.

Appointing the Chairman or any other Director of the Company as your Proxy

The Chairman of the meeting, or any other Director of the Company, is willing to act as proxy for any shareholder who wishes to appoint her or him to vote on that shareholder's behalf. To do this, enter 'the Chairman' or the name of the Director you wish to appoint as your proxy in the space allocated in 'Step 1' of the Proxy/Voting Form overleaf.

The Chairman, or any other Director of the Company, if appointed as your proxy, will vote on your behalf in accordance with your voting instructions, as indicated by the boxes ticked in respect of each resolution in 'Step 2' of the Proxy/Voting Form overleaf. In appointing the Chairman, or any other Director of the Company, as your proxy to vote on your behalf, if you do tick the "proxy discretion" box, you acknowledge that she/he may exercise your proxy even if she/he has an interest in the outcome of that resolution. However, if you appoint the Chairman, or any other Director of the Company, as your proxy to vote on your behalf and do not direct them how to vote on resolution 3, they will not be able to vote on your behalf in respect of that resolution. The Chairman and the other Directors of the Company intend to vote all undirected proxies in respect

of resolutions 1, 2, 4 and 5 in favour of those resolutions. The Chairman and the other Directors of the Company are not prepared to speak at the meeting on behalf of a shareholder who appoints her/him as that shareholder's proxy. If you wish to be heard at the meeting you should either attend in person or appoint a proxy for that purpose, other than the Chairman or a Director of the Company.

Attending the Meeting

Bring this form to assist registration. A corporate shareholder may appoint a representative to attend the meeting by completing the form overleaf and returning it to Computershare by no later than 10:00am Tuesday 29 October 2019.

QR Code

To scan the code above you need to have already downloaded a free QR code reader application to your smart phone.

Signing Instructions for Proxy Forms

Individual

Where the holding is in one name, the shareholder must sign.

Joint Holding

Where the holding is in more than one name, all of the shareholders should sign.

Power of Attorney

If this Proxy Form has been signed under a power of attorney, a copy of the power of attorney (unless already deposited with the Company) and a signed certificate of non-revocation of the power of attorney must be produced to the Company with this Proxy Form.

Companies

This form must be signed by a Director jointly with either another Director or a Sole Director can sign alone. Please sign in the appropriate place and indicate the office held.

Go online to lodge your proxy or turn over to complete the form

Proxy/Voting Form

CSN/Shareholder Number:
Number of Shares:

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a shareholder/s of Freightways Limited

hereby appoint _____ of _____

or failing him/her _____ of _____

as my/our proxy to vote for me/us on my/our behalf in accordance with the following directions at the **Annual Meeting of Freightways Limited to be held in the South Level 4 Lounge, Eden Park, 52 Reimers Avenue, Kingsland, Auckland on Thursday, 31 October 2019 at 10:00am** and at any adjournment of that meeting.

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

Please note: For each resolution below you must tick one box. If a box relating to a resolution is not ticked, the vote on that resolution will be invalid.

Business

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

		For	Against	Abstain	Proxy Discretion
1.	That Kim Ellis be re-elected as a Director of Freightways.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	That Mark Verbiest be re-elected as a Director of Freightways.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	That the total quantum of the annual Directors' fee pool be increased by \$33,145 from an aggregate of \$662,900 to an aggregate of \$696,045, such aggregate amount to be divided amongst the Directors as they deem appropriate.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	That the Directors are authorised to fix the Auditors' remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

To consider, and if thought fit, to pass the following special resolution:

5.	That the Company amend its existing Constitution, in the manner marked up in the Constitution, as presented by the Chairman to shareholders at the meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Resolution 5 is a special resolution and is required to be passed by a majority of 75% of votes of those shareholders who are entitled to vote and voting on the resolution.

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

Shareholder 1

or Sole Director/Director

Shareholder 2

or Director (if more than one)

Shareholder 3

Contact Name _____ Contact Daytime Telephone _____ Date _____

ATTENDANCE SLIP

CSN/Shareholder Number:
Number of Shares:

Annual Meeting of Freightways Limited to be held in the South Level 4 Lounge, Eden Park, 52 Reimers Avenue, Kingsland, Auckland on Thursday, 31 October 2019 at 10:00am