

A Entry Card and Instructions

If you propose TO ATTEND the Annual Meeting:
 Bring this Entry Card, Proxy Form and Voting Instructions/Ballot Paper intact.

If you DO NOT propose TO ATTEND the Annual Meeting but wish to be represented by proxy:
 Complete and sign the Proxy Form and Voting Instructions/Ballot paper parts 'B', 'C' and 'D' below, detach this Entry Card, fold the form as indicated, seal and mail it.

B Proxy Form

Complete this part 'B' if you are unable to attend the meeting.

I/We _____

being a shareholder/shareholders of Freightways Limited and entitled to attend and vote hereby appoint¹

(FULL NAME OF PROXY) _____ of (FULL ADDRESS) _____

or failing that person

(FULL NAME OF PROXY) _____ of (FULL ADDRESS) _____

as my/our proxy to vote for me/us on my/our behalf in accordance with the directions at the Annual Meeting of the Company to be held on Thursday 27 October 2011, at 10.00 am, 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 Annual Meeting (or any adjournment thereof) so as to give effect to my/our intention as set out below or, in the event I/we have not expressed any intention or the intention is unclear (in my/our proxy's sole opinion), as my/our proxy sees fit.

If you wish, you may appoint the Chairman of the meeting as your proxy. To appoint the Chairman, enter "Sue Sheldon" or "Chairman" in the space allocated for the full name of the proxy. If you appoint the Chairman or any other Director of the Company as your proxy and do not direct them how to vote on resolution 3, they will not be able to vote on your behalf on that resolution. Accordingly, if you wish to appoint the Chairman or a Director as your proxy, it is best that you direct how you wish them to vote on resolution 3. The Chairman intends to vote all undirected proxies in respect of resolutions 1, 2 and 4 in favour of those resolutions.

C Voting Instructions/Ballot Paper

Complete this part 'C': (a) at the meeting as a ballot paper in order to cast your votes (if a ballot is called) or (b) if you have appointed a proxy under part 'B' above.

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.

	FOR	TICK ONE BOX FOR EACH RESOLUTION		
		AGAINST	PROXY DISCRETION ²	ABSTAIN ³
1. To re-elect Sir William Birch as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Roger Corcoran as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' fees.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To authorise the Directors to fix the remuneration of the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

²If you mark the "proxy discretion" box for a particular resolution, you are directing your proxy to decide how to vote on that resolution on your behalf.

³If you mark 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.

D Signature

SIGNED THIS _____ DAY OF _____ 2011 SIGNATURE(S) _____

SHAREHOLDER NUMBER:

NUMBER OF VOTING SECURITIES:

Notes about how to vote

1. **Appointing a proxy** - a shareholder of the Company who is entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a Freightways shareholder. 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. A shareholder can direct the proxy holder in respect of one or more resolutions and give the proxy holder discretion in respect of other resolutions. If a shareholder does not tick any boxes in respect of a resolution then the vote will be invalid.
 2. **Appointing the Chairman or a Director as your proxy** - the Chairman of the meeting or any Director is willing to act as proxy for any shareholder who appoints him/her for that purpose. In appointing the Chairman or any Director as your proxy, if you do tick the "proxy discretion" box, you acknowledge that he/she may exercise your proxy even if he/she 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 and do not direct them how to vote on resolution 3, they will not be able to vote on your behalf on that resolution.
- Accordingly, if you wish to appoint the Chairman or a Director as your proxy, it is best that you direct how you wish them to vote on resolution 3. The Chairman and other Directors intend to vote all undirected proxies in respect of resolutions 1, 2 and 4 in favour of those resolutions.
3. **Due date for appointing a proxy** - proxies must be received at the office of the Company's Share Registrar, Computershare Investor Services Limited by 10:00am New Zealand time on Tuesday 25 October 2011. You may mail this Proxy Form to Computershare using this reply paid card. Alternatively shareholders can fax the form to 0-9-488 8787.
 4. **Only authorised persons can be proxies** - a proxy granted by a company must be signed by a duly authorised officer or attorney. Persons who sign on behalf of a company must be acting with the company's express or implied authority.
 5. **Joint holders** - joint holders must all sign the form.
 6. **Power of attorney** - when the Proxy Form is signed by an attorney, the power of attorney under which it is signed, if not previously produced to Freightways and a completed certificate of non-revocation of authority, must accompany the Proxy Form.

FreePost Authority Number 2888



NO POSTAGE REQUIRED
IF POSTED IN NEW ZEALAND

Share Registrar
Computershare Investor Services Limited
Private Bag 92119
Auckland 1142

Fold

Please Tape Here

