



Lodge your postal vote or proxy

By Mail:
McGrathNicol Limited
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Auckland, 1143

By Fax
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insolvency@mcgrathnicol.co.nz

Postal/Proxy Vote Form

**Wirecard NZ Limited (Administrators Appointed)
("Company")**

Meeting of Creditors – 6 November 2020 at 10.00am

**For your proxy or vote to be effective it must be received by
10.00am on Wednesday 4 November 2020**

You may cast your vote in one of the three ways described below. You may abstain from voting on one or more of the resolutions.

(1) Casting a postal vote

You may cast a postal vote on one or more of the resolutions by completing the FOR, AGAINST or ABSTAIN boxes in "Step 1" overleaf, signing this voting form and returning it to the Administrators.

(2) Appointing a proxy

You may appoint a proxy to attend the meeting and either direct the proxy as to how to vote or give the proxy discretion as to how to vote on the resolutions by completing the FOR, AGAINST, ABSTAIN or PROXY DISCRETION box on "Step 1" overleaf, completing the appointment of proxy details in "Step 2" overleaf and signing the Voting Form and returning it to McGrathNicol. If you do not provide any instructions on the Proxy form about how the proxy should vote, you acknowledge that the proxy may exercise your right to vote at his or her discretion and may vote as he or she thinks fit, or abstain from voting. In doing so, you acknowledge that the proxy may exercise your right to vote even if he or she has an interest in the outcome of the Resolution(s). You also exercise your proxy's right to vote on all motions from the floor or additional

resolutions put to the meeting or to amend any resolutions as stated in the Notice of Meeting.

The Chairman is unable to accept appointments as a general proxy. Alternatively, creditors that are companies may appoint a company representative and provide evidence to the Administrators prior to the meeting that the representative has been validly appointed.

(3) Attending and voting in person

You should bring this Voting Form to the meeting. See (2) above regarding company creditor authorised representatives.

Power of Attorney

If this Postal/Proxy Form has been signed under a power of attorney, a copy of the power of attorney and a signed certificate of non-revocation of the power of attorney should be produced to the company with this Proxy Form.

Turn over to complete the form to vote / appoint a proxy

In association
with



**ADVISORY
RESTRUCTURING**



Name of Company you are a Creditor of: **Wirecard NZ Limited (Administrators Appointed)**

Name of Creditor: _____

If you do not plan to attend the meeting, you may cast a postal vote or appoint a proxy to vote at the meeting.

STEP 1 Voting Instructions / Voting Paper
Cast a postal vote, or instruct your proxy to vote, by placing a tick in the relevant box. Tick one box only in respect of each resolution. If you're appointing a proxy and want your proxy to decide how to vote a resolution, please mark the box "Proxy Discretion".

Please note you can only vote for a resolution for a company of which you are a creditor.

Resolution 1	It is resolved that the company be placed into liquidation with Andrew Grenfell and Conor McElhinney appointed Liquidators.	For <input type="checkbox"/>	Against <input type="checkbox"/>	Abstain <input type="checkbox"/>	Proxy Discretion <input type="checkbox"/>
Resolution 2	It is resolved that the Administration end and control of the company be returned to the directors.	For <input type="checkbox"/>	Against <input type="checkbox"/>	Abstain <input type="checkbox"/>	Proxy Discretion <input type="checkbox"/>

A Deed of Company Arrangement (**DOCA**) has not been proposed by the Administrator and unless a creditor proposes a DOCA at the Watershed Meeting, this option does not need to be considered or voted on. In the event a DOCA is proposed by a creditor at the Watershed Meeting creditors will need to be present or have a proxy in attendance to vote on a resolution related to a DOCA.

STEP 2 Appointment of Proxy
If you mark any of the boxes above "Proxy's Discretion", you must also appoint a proxy. The Chairman will not act as a General Proxy, (although if you've marked "For", "Against" or "Abstain", these will be counted as postal votes whether or not your proxy attends the meeting). Even if you cast a postal vote, you may also appoint a proxy to attend the meeting on your behalf by filling out this section.

I/We being a creditor of _____ (Administrators Appointed)
hereby appoint _____ of _____
or failing him/her _____ of _____

as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions at the Watershed meeting to **be held at 10.00am on Friday 6 November 2020 at the offices of Tompkins Wake, Level 11, AIG Building, 41 Shortland Street, Auckland 1010** and at any adjournment of that meeting.

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

If you are signing on behalf of a company/partnership, this signature is your confirmation that you hold the authority necessary to do so.

Signature

Print Name _____ Contact daytime Telephone _____ Date _____