

Lodge your Postal Vote or Proxy



Online

www.investorvote.co.nz



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The 2019 Annual Shareholders' Meeting of Fletcher Building Limited ("the Company") will be held on Thursday 28 November 2019 at 10.30am in the Level 4 Lounge, South Stand, Eden Park, Reimers Avenue, Kingsland, Auckland, New Zealand.

VOTING/PROXY FORM



www.investorvote.co.nz

Lodge your proxy online, (24/7 access) by 10.30am on Tuesday 26 November 2019.

Your secure access information

Control Number:

CSN/Securityholder Number:

To vote online you'll need the above Control Number, your CSN/Securityholder Number and postcode/or country of residence if you reside outside of New Zealand.

Scan this QR Code with your Smartphone and Vote online.



To be effective as a postal vote or proxy appointment, the Voting/Proxy Form must be received by **10.30am on Tuesday 26 November 2019.**

Attending the Meeting

1. Voting on all resolutions put before the meeting will be by poll.
2. If you propose to attend the meeting, please bring this Voting/Proxy Form intact to the meeting as the barcode will assist in your registration.
3. If you propose to not attend the meeting but wish to vote by postal vote, or appoint a proxy, please complete and post this form or complete either process online. Please do not appoint a proxy if you are voting by postal vote.
4. The persons who will be entitled to vote at the annual shareholders' meeting are those persons (or their proxies or representatives) registered as holding Ordinary Shares on Fletcher Building Limited's share register at 10.30am on Tuesday 26 November 2019.

Postal Vote

5. You can cast a postal vote instead of attending the meeting in person or appointing a proxy to attend.
6. Andrew Clarke, Company Secretary, has been authorised by the Board to receive and count postal votes at the meeting.
7. If you return your postal vote without indicating on any resolution how you wish to vote, you will be deemed to have abstained from voting on that resolution.
8. If you complete the postal vote section and also appoint a proxy, your postal vote will take priority over your proxy appointment.

Proxy Appointment

9. All shareholders entitled to attend and vote at the meeting may appoint a proxy or (in the case of a corporate shareholder) representative to attend and vote on their behalf. A proxy need not be a shareholder of the Company. You can appoint the Chair of the meeting or any director as your proxy. You may still attend the meeting either in person or online even if you have appointed a proxy (but will not be able to vote if a proxy has been appointed).
10. The Chair of the meeting and the directors will vote in favour of all resolutions marked "PROXY DISCRETION".
11. If you have ticked the "PROXY DISCRETION" box and your named proxy does not attend the meeting or you have not named a proxy (but otherwise completed the Voting/Proxy Form in full), the Chair of the meeting will act as your proxy.
12. All directed votes FOR, AGAINST or ABSTAIN on each resolution will be treated as a postal vote.

Signing Instructions

Individual

Where a shareholder is an individual, this Voting/Proxy Form must be signed by the shareholder or his or her duly authorised attorney.

Companies

Where a shareholder is a company or corporate shareholder, this Voting/Proxy Form must be signed by a duly authorised officer or attorney.

Trusts

Where a shareholder is a trust, this Voting/Proxy Form should be signed by at least one trustee in accordance with the relevant trust deed (using the rules for an individual, or a company, as applicable).

Partnerships

Where a shareholder is a partnership, this Voting/Proxy Form should be signed by at least one partner in accordance with the rules governing the partnership (using the rules for an individual or a company, as applicable).

Joint Shareholders

At least one joint shareholder should sign this Voting/Proxy Form (on behalf of all joint shareholders). If a joint shareholder votes differently from another joint shareholder, the vote of the shareholder named first in the share register will be counted.

Power of Attorney

If this Voting/Proxy Form is completed by an attorney, the power of attorney or a certified copy must, unless already provided to Fletcher Building Limited, accompany the Voting/Proxy Form together with a completed certificate of "non-revocation of authority".

Viewing and voting from the Lumi AGM app

Please follow the instructions set out in the attached Virtual Annual Shareholders' Meeting Guide. We recommend that you complete the set-up prior to the meeting commencing.

If you have any questions about appointing your proxy, or require assistance with Lumi AGM app, please contact Computershare Investor Services Limited on +64 9 488 8777 between 8.30am to 5.00pm or email corporateactions@computershare.co.nz.

Go online to www.investorvote.co.nz to cast your postal vote or lodge your proxy or please **TURN OVER** to complete the Voting/Proxy Form.

Postal Voting (To use if you will not attend the meeting and are not submitting your postal vote online)

I wish to vote by postal vote (please tick the box). My voting intentions are indicated in the resolutions section below.

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)

I/We being a shareholder(s) of Fletcher Building Limited ("the Company") and entitled to attend and vote hereby appoint:

<input type="text"/>	of	<input type="text"/>
(Full Name)		(Proxy Contact Details - Phone/Email/Address)

Or failing him/her:

<input type="text"/>	of	<input type="text"/>
(Full Name)		(Proxy Contact Details - Phone/Email/Address)

as my/our proxy to vote for me/us on my/our behalf at the annual shareholders' meeting of the Company to be held at 10.30am on Thursday 28 November 2019, and at any adjournment or postponement of that meeting, and to vote as my/our proxy thinks fit on any resolutions to amend any of the resolutions, or any resolution so amended and on any other resolution proposed at the annual shareholders' meeting (or any adjournment thereof) so as to give effect to my/our intention as set out below where possible. In the event I/we have not expressed any intention (in my/our proxy's sole opinion) my/our proxy may vote at his/her discretion.

A proxy need not be a shareholder of the Company. If you wish, you may appoint as your proxy 'The Chair of the Meeting'.

Resolutions (for postal and proxy voting). Please tick only ONE box in respect of each resolution

Cast a postal vote, or instruct a proxy to vote, by placing a tick (✓) in the relevant box. If you have appointed a proxy and want him/her to decide how to vote on the resolution, please mark the box 'Proxy Discretion'. If you tick the 'Abstain' box for a particular resolution, you are directing your proxy NOT to vote on that resolution. Your vote will not be counted when calculating the majority for that resolution.

Proxy Discretion is NOT APPLICABLE in the case of a postal vote.

Ordinary Resolutions	FOR	AGAINST	ABSTAIN	PROXY DISCRETION
1. That Peter Crowley be 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 auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolution				
3. That the existing constitution of the Company be revoked, and the Company adopt a new constitution in the form tabled at the meeting and signed by the Chair for the purpose of identification.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature of Shareholder(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
Shareholder 1	Shareholder 2	Shareholder 3
Or a duly authorised officer or attorney	Or a duly authorised officer or attorney	Or a duly authorised officer or attorney

Day time telephone: _____ signed this _____ day of _____ 2019

Shareholder Questions

Shareholders present at the annual shareholders' meeting will have the opportunity to ask questions during the meeting. If you cannot attend the meeting but would like to ask a question, you can submit a question online by going to www.investorvote.co.nz and completing the online validation process or complete the question section below and post in the envelope provided. Questions need to be submitted by 10.30am on Tuesday 26 November 2019. The main themes will be aggregated and responded to at the meeting. The Company reserves the right not to address questions that, in the Chair's opinion, are not reasonable in the context of an annual shareholders' meeting.

Question:

Electronic Investor Communications

If you received the Notice of Meeting and Voting/Proxy Form by mail and wish to receive your future investor communications by email please provide your email address below:

ATTENDANCE SLIP



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