

Lodge your Postal Vote or Proxy



Online
www.investorvote.co.nz



By Post
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For all enquiries contact

The 2023 Annual Shareholders’ Meeting of Fletcher Building Limited will be held on Friday, 27 October 2023 at 10.30am NZT.

The meeting will be held in The Grand Hall, Level 5, North Stand, Eden Park, Walters Road, Kingsland, Auckland, New Zealand and online at <https://meetnow.global/nz>. For information on how to attend and vote online at the meeting please refer to the instructions as set out in the enclosed Online Meeting Guide. If you propose not to attend the meeting, but wish to appoint a proxy, please complete this form in accordance with the instructions below.

VOTING/PROXY FORM



www.investorvote.co.nz
 Lodge your proxy online, (24/7 access) by 10.30 am NZT on Wednesday 25 October 2023.

Scan this QR Code with your Smartphone and Vote online.

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.



To be effective as a postal vote or proxy appointment, the Voting/Proxy Form must be received by **10.30 am NZT on Wednesday, 25 October 2023.**

Attending the Meeting

- Voting on all resolutions put before the meeting will be by poll.
- If you propose to attend the meeting in person, please bring this Voting/Proxy Form intact to the meeting as the barcode will assist in your registration.
- If you propose to attend the meeting online, refer to the enclosed Online Meeting Guide for instructions.
- 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.
- The persons who will be entitled to vote at the meeting are those persons (or their proxies or representatives) registered as holding Ordinary Shares on Fletcher Building Limited's share register at 10.30 am NZT on Wednesday 25 October 2023.
- In accordance with the NZX Listing Rules, the company will disregard any votes cast on resolution 6 by any director of the company and any of their associates, except where any such vote is cast by a director or one of their associates as proxy for a person who is entitled to vote and that director or associate votes in accordance with express instructions to vote for or against a particular resolution on the proxy form. If a director or associate has been appointed as proxy with discretion on how to exercise the voting right attached to it, that discretion cannot be exercised on resolution 6 and the vote will not be counted.

Postal Vote

- You can cast a postal vote instead of attending the meeting or appointing a proxy to attend.
- Ashleigh Harding, Company Secretary, has been authorised by the Board to receive and count postal votes.
- 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.
- If you complete the postal vote section and also appoint a proxy, your postal vote will take priority over your proxy appointment.

Proxy Appointment

- 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.
- The Chair of the meeting and the directors will vote in favour of all resolutions marked "PROXY DISCRETION", for which they have authority to vote.
- 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.
- 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 their 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 Computershare Meeting Platform.

Please follow the instructions set out in the attached Online 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 Computershare Meeting Platform, please contact Computershare Investor Services Limited on 0800 650 034 or +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 their:

<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 10.30 am NZT on Friday 27 October 2023, 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 their 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'. If you do not provide contact details for your proxy (and they are not the Chair or a director), we cannot guarantee that your proxy will be admitted if they intend to attend the meeting virtually.

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 them 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 Bruce Hassall be re-elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. That Barbara Chapman be re-elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. That Martin Brydon be re-elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. That Sandra Dodds be elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. 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"/>
6. That the aggregate maximum annual remuneration for directors be increased from NZ\$2,000,000 to NZ\$2,500,000.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature of Shareholder(s)

Shareholder 1 <input type="text"/> Or a duly authorised officer or attorney	Shareholder 2 <input type="text"/> Or a duly authorised officer or attorney	Shareholder 3 <input type="text"/> Or a duly authorised officer or attorney
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Day time telephone: _____ signed this _____ day of _____ 2023

Shareholder Questions

Shareholders will have the opportunity to ask questions during the meeting from their desktop or mobile devices via the Computershare Meeting Platform <https://meetnow.global/nz>. You can also submit questions in advance of the meeting 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 must be submitted by 10.30 am NZT on Wednesday 25 October 2023. 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:

