



## Annual Meeting Tuesday 30 October 2012 at 3:00pm.

### ADMISSION CARD

Pakuranga Hunt Room, 2nd Floor, Ellerslie Stand, Ellerslie Event Centre, 80 - 100 Ascot Avenue, Greenlane East, Auckland.

**If you propose to ATTEND the Meeting:**

Bring the Admission Card and Proxy/Voting form intact.

**If you DO NOT propose to ATTEND the Meeting but wish to be represented by Proxy:**

Complete the Proxy/Voting form below, detach this Admission Card and fold the form as indicated, seal and mail. The form is pre-addressed and requires no postage stamp if posted in New Zealand.

Shareholder Number:

**TEAR**

**PROXY FORM** (for use if you propose to appoint a Proxy to attend the meeting on your behalf)

Holder No. \_\_\_\_\_ No. of voting securities \_\_\_\_\_

I/We \_\_\_\_\_

being a shareholder/shareholders of Metlifecare Limited, appoint\*

Name: \_\_\_\_\_ of \_\_\_\_\_

or failing him/her \_\_\_\_\_ of \_\_\_\_\_

as my/our Proxy to exercise my/our vote at the Annual Meeting of the shareholders of the Company to be held on Tuesday 30 October 2012 and at any adjournment of that meeting.

\* If you wish, you may appoint as your Proxy "The Chairman of the Meeting."

Unless otherwise instructed, the Proxy will vote or abstain from voting as he/she thinks fit.

Should you wish to direct the Proxy how to vote, please indicate with a (✓) in the appropriate boxes below.

**VOTING INSTRUCTIONS/VOTING PAPER**

This part of the form can be used either as voting instructions for a Proxy or as a voting paper at the meeting (if a poll is called). This form is to be used to vote as follows on the resolutions below. (Please note that if the shares are held jointly, the voting instructions given in this section are given on behalf of each joint holder).

**FOLD**

**Ordinary Business** (Ordinary Resolutions)

Tick (✓) the box that applies	
For	Against

**FOLD**

1. *Chairman's Report, Managing Director/CEO's Report, Financial Statements and the Auditors' Report*

To receive and consider the Chairman's Report, Managing Director/CEO's Report, Financial Statements and the Auditors' Report for the year ended 30 June 2012.

<input type="checkbox"/>	<input type="checkbox"/>
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2. *Rotation and Election of Directors*

To re-elect Mr John James Loughlin as a Director of the Company.

<input type="checkbox"/>	<input type="checkbox"/>
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To re-elect Mr Alistair Bruce Ryan as a Director of the Company.

<input type="checkbox"/>	<input type="checkbox"/>
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To re-elect Mr Christopher Gerard Aiken as a Director of the Company.

<input type="checkbox"/>	<input type="checkbox"/>
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To re-elect Mr Geoffrey Earl Grady as a Director of the Company.

<input type="checkbox"/>	<input type="checkbox"/>
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3. *Directors' Fees*

To approve the increase of the maximum aggregate remuneration payable to all non-executive Directors of the Company from \$300,000 to \$500,000.

<input type="checkbox"/>	<input type="checkbox"/>
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4. *Auditors*

To record the automatic re-appointment of the Auditors, PricewaterhouseCoopers and to authorise the Directors to fix their remuneration for the current year.

<input type="checkbox"/>	<input type="checkbox"/>
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Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2012

Signature/s \_\_\_\_\_

## Notes

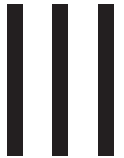
1. As a shareholder you may attend the meeting and vote, or you may appoint a Proxy to attend the meeting and vote in your place. A Proxy need not be a shareholder of the Company.
2. If you are joint holders of shares, each of you must sign this Proxy Form. If you are a company, this Proxy Form must be signed on behalf of the company by a person acting under the company's express or implied authority.
3. Proxy Forms must be produced to the office of Metlifecare Limited's share registrar, Computershare Investor Services Limited, either by fax to 64 9 488 8787, by delivery to Level 2, 159 Hurstmere Road, Takapuna, Auckland, New Zealand, or by mail to Private Bag 92119, Auckland 1142, New Zealand, so as to be received not later than 3:00pm on Sunday 28 October 2012.
4. 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.
5. If you return this form without directing the Proxy how to vote on any particular matter, the Proxy will vote as he or she thinks fit.
6. Notification of change of address:  
If the address to which this Proxy Form was sent is incorrect, please complete and return the details below, regardless of whether or not you are appointing a Proxy.

Previous address: \_\_\_\_\_

Present address: \_\_\_\_\_

**TEAR**

FreePost Authority Number 2888



NO POSTAGE REQUIRED  
IF POSTED IN NEW ZEALAND

Computershare Investor Services Limited  
Private Bag 92119  
Auckland 1142

**FOLD**

**FOLD**

### MAILING INSTRUCTIONS

1. If mailing Proxy Form from within New Zealand, use this Proxy Form as a reply paid envelope by following the directions below:
  - i Tear off Admission Card
  - ii Fold along line indicated
  - iii Seal with tape.
2. If mailing Proxy Form from outside New Zealand, place Proxy Form in an envelope and affix the necessary postage from the country of mailing.

Address to:  
The Share Registrar  
Metlifecare Limited  
c/- Computershare Investor Services Limited  
Private Bag 92119  
Auckland 1142  
New Zealand