



LODGE YOUR PROXY

Online:

<https://investorcentre.linkmarketservices.co.nz/voting/SCT>

Scan & email:

meetings@linkmarketservices.com

Mail:

Use the enclosed reply paid envelope or address to:
Link Market Services Limited
PO Box 91976
Victoria Street West
Auckland 1142

Deliver:

Link Market Services Limited
Level 30, PwC Tower,
15 Customs Street West,
Auckland 1010

Scan this QR code with your smartphone and vote online



General Enquiries

+64 9 375 5998 | enquiries@linkmarketservices.com

CSN/Holder Number:

<BARCODE>

PROXY FORM / ADMISSION CARD FOR SCOTT TECHNOLOGY LIMITED'S 2021 ANNUAL MEETING

The 2021 Annual Meeting of shareholders of Scott Technology Limited ("Scott Technology") will be held at Scott Technology, 630 Kaikorai Valley Road, Dunedin on **Thursday, 25 November 2021** and virtually via an online platform provided by Scott Technology's share registrar, Link Market Services at www.virtualmeeting.co.nz/sct21, commencing at **3:00pm**. If you will be attending online, you will require your Holder Number for verification purposes. Scott Technology may hold the meeting as an online-only meeting if the company considers it necessary or desirable to do so to comply with any applicable legal restrictions, or for health and safety reasons, associated with the COVID-19 pandemic or otherwise. If Scott Technology exercises its discretion to hold an online-only meeting, Scott Technology will provide shareholders with as much notice as is reasonably practicable by way of an announcement to the NZX and on Scott Technology's website.

If you are not attending the meeting but wish to be represented by proxy, please complete and return this form (in accordance with the lodgement instructions above) to Scott Technology's share registry, Link Market Services Limited, **by no later than 3:00pm, Tuesday 23 November 2021**. You can also appoint your proxy and vote on the resolutions on the reverse of this form online by going to <https://investorcentre.linkmarketservices.co.nz/voting/SCT> or by scanning the QR code above with your smartphone.

Appointment of proxy

If you are a shareholder entitled to attend and vote at the Annual Meeting, you are entitled to appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead of you. This Proxy Form may be completed online, mailed, delivered, faxed or scanned and emailed in accordance with the instructions above. A proxy can be any person of your choice and does not have to be a shareholder of Scott Technology.

If you wish, you can appoint the Chairman of the Meeting, any Scott Technology Director or the Chief Executive Officer as your proxy. If you do not name a person as your proxy, or your named proxy does not attend the meeting, but have indicated on this form how you wish to vote, the Chairman of the meeting will vote in accordance with your express instructions.

Voting of your holding

Direct your proxy how to vote by making the appropriate election in respect of each resolution. If you elect "discretion" on any resolution, you are directing your proxy or representative to decide how to vote on that resolution on your behalf and they may exercise your proxy even if they have an interest in the outcome of that resolution (subject to any restrictions contained in the NZX Listing Rules). If you elect "abstain" box on any resolution, you are directing your proxy or representative not to vote on that resolution. If you make more than one election in respect of a resolution your vote will be invalid on that resolution. If you return this form without directing the proxy how to vote on any particular matter, the proxy may vote as he/she thinks fit or abstain from voting. If you mark more than one box on an item, your box will be invalid on that item.

If you have chosen the Chairman, the Chief Executive Officer or another Director as your proxy then, if given discretion, they will vote in favour of Resolutions 1 to 3 and Resolution 5. Any votes on Resolution 4 by the Chairman or a Director that has been appointed as a proxy will be disregarded unless such vote is cast by the Chairman or that Director (as applicable) in accordance with an express instruction in this Proxy Form to vote for or against Resolution 4.

Attending the meeting

If you wish to vote in person, you should attend the Meeting. **Please bring this form with you to the Meeting** to assist with your registration. A corporation may appoint a person to attend and vote at the Meeting as its representative in the same manner as that in which it could appoint a proxy. That person need not also be a shareholder.

Voting Restrictions

Pursuant to NZX Listing Rule 6.3.1, the Company will disregard any votes on Resolution 4 by any Director of the Company and any associated person of any Director of the Company, except where any such vote is cast by the Director or one of their associates as proxy for a person who is qualified to vote and only in accordance with that person's express instructions.

Signing instructions for proxy forms

Individual

Where the holding is in one name, this Proxy Form must be signed by the shareholder or his/her/its attorney duly authorised in writing.

Joint Holding

At least one joint security holder should sign this form (on behalf of all joint securityholders). If different joint security holders purport to appoint different proxies, the vote of the proxy appointed by the first named joint security holder will prevail.

Power of Attorney

This Proxy Form and the power of attorney or other authority, if any, under which it is signed, or a copy of that power or authority certified by a Notary Public must be deposited or mailed to be received at the office of Link Market Services Limited, in any manner as per the instructions above, **not later than 3:00pm on Tuesday 23 November 2021**.

Corporate Shareholder

In the case of a corporate shareholder, this Proxy Form must be signed by a director or a duly authorised officer acting under the express or implied authority of the shareholder, or an attorney duly authorised by the shareholder.

PROXY/CORPORATE REPRESENTATIVE FORM

CSN/Holder Number:

STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

<BARCODE>

I/We being a shareholder(s) of Scott Technology Limited

appoint _____ at _____
(full name of proxy) (e-mail address)or failing that person _____ at _____
(full name of proxy) (e-mail address)

as my/our proxy to vote for me/us on my/our behalf at the Annual Meeting of the Company to be held on Thursday, 25 November 2021, at 3:00pm and at any adjournment of that meeting.

STEP 2: ITEMS OF BUSINESS – PROXY VOTING INSTRUCTIONS

Complete this part if you have appointed a proxy above and you want to direct the proxy as to how the proxy should vote. Please note: For each resolution you must tick one box. If you mark the abstain box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted computing the required majority, for that item.

ORDINARY BUSINESS - To consider and, if thought fit, pass the following ordinary resolutions:

| | | <i>Tick (✓) in box to vote</i> | | | |
|----|---|--------------------------------|--------------------------|--------------------------|--------------------------|
| | | For | Against | Abstain | Discretion |
| 1. | Re-Election of Director – John Thorman That John Thorman, who retires as a Director and, being eligible, offers himself for re-election by shareholders, be re-elected as a Director. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. | Re-Election of Director – Edison Alvares That Edison Alvares, who retires as a Director and, being eligible, offers himself for re-election by shareholders, be re-elected as a Director. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. | Re-Election of Director – Brent Eastwood That Brent Eastwood, who retires as a Director and, being eligible, offers himself for re-election by shareholders, be re-elected as a Director. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. | Director Remuneration That, for the purposes of NZX Listing Rule 2.11.1, the maximum aggregate amount of remuneration payable by the Company to its Directors (in their capacity as Directors of the Company) be increased by \$100,000 per annum (plus GST, where applicable) from \$300,000 per annum to \$400,000 per annum (plus GST where applicable), with effect on and from 25 November 2021, to be paid and allocated to the Directors as the Board considers appropriate. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. | Auditor To record the reappointment of Deloitte as auditor of the Company and to authorise the Directors to fix the auditor's remuneration. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

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 meeting (or any adjournment thereof). Unless otherwise instructed as above, the proxy will vote to abstain from voting on each such resolution. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

STEP 3: SHAREHOLDER QUESTIONS

Shareholders present at the Annual Meeting, physically or via the virtual meeting platform at www.virtualmeeting.co.nz/sct21, will have the opportunity to ask questions during the meeting. If you cannot attend the Annual Meeting but would like to ask a question, you can submit a question online by going to <https://investorcentre.linkmarketservices.co.nz/voting/SCT> and completing the online validation process or complete the question section below and return to Link Market Services. Questions will need to be submitted by 3:00pm on Tuesday, 23 November 2021. The Board will address and answer questions at the Annual Meeting.

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| Question: |
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SIGN: SIGNATURE OF SHAREHOLDER(S) This section must be completed

Shareholder 1

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Individual/Authorised Officer or attorney

Shareholder 2

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Individual/Authorised Officer or attorney

Shareholder 3

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Individual/Authorised Officer or attorney

Contact Name _____ Contact Daytime Telephone _____ Date _____

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

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