

## 2013 Annual Meeting Admission Card/Proxy Form

The Annual Meeting of Shareholders of SLI Systems Limited will be held on Wednesday 30 October 2013 at 2.00pm at SLI's premises on the first floor of the EPIC building on the corner of Manchester and Tuam Street, (78-106 Manchester Street) Christchurch.

# SAMPLE ONLY

### SECTION 1: ADMISSION CARD – Please bring this form intact to the Meeting

If you propose to **ATTEND** the Meeting please bring this Admission Card / Proxy Form **intact as the barcode will assist in your registration.**

### SECTION 2: PROXY FORM – For use if you are unable to attend the meeting but wish to be represented by proxy or wish to appoint a corporate representative

If you propose **NOT** to attend the Annual Meeting or wish to appoint a corporate representative please complete and sign the Proxy Form and Voting Instructions below (please keep it intact), and lodge it with Link Market Services by no later than **2.00pm on Monday 28 October 2013** (being 48 hours before the commencement of the Annual Meeting). Your Proxy Form must be completed in accordance with the instructions set out on the reverse of this form. You may appoint the Chairman of the Meeting as your proxy<sup>1</sup> by entering "Chairman of the Meeting" in the box below.

I/We being a shareholder(s) **SLI Systems Limited** (the Company) and entitled to attend and vote

hereby appoint  or failing him/her

as my/our proxy to vote for me/us on my/our behalf at the Annual Meeting of Shareholders of the Company to be held at at SLI's premises on the first floor of the EPIC building on the corner of Manchester and Tuam Street, (78-106 Manchester Street) Christchurch on Wednesday 30 October 2013, and at any adjournment 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 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 or the intention is unclear (in my/our proxy's sole opinion), my/our direction is to abstain.

### SECTION 3: VOTING INSTRUCTIONS

This form is to be used to vote as follows on the resolutions below:	Tick (✓) in box to record your vote			
RESOLUTIONS	For	Against	Abstain <sup>2</sup>	Proxy Discretion <sup>3</sup>
1. That Steven Marder retires by rotation in accordance with clause 25 of the Company's constitution, and, who being eligible, offers himself for re-election as a director of the Company, be re-elected as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. That Greg Cross retires by rotation in accordance with clause 25 of the Company's constitution, and, who being eligible, offers himself for re-election as a director of the Company, be re-elected as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. That PricewaterhouseCoopers be reappointed as the Company's auditors to hold office from the conclusion of this meeting to the conclusion of the next annual meeting and the Directors be authorised to fix the remuneration of the Auditors for the ensuing year.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

<sup>1</sup> A reference to a proxy includes a corporate representative.

<sup>2</sup> If you mark the 'Abstain' box for a particular resolution, you are directing your proxy NOT to vote on that resolution. If a proxy does not vote on your behalf on a resolution, your votes will not be counted when calculating the majority of that resolution.

<sup>3</sup> If you tick the 'Proxy Discretion' box for a particular resolution, you are directing your proxy to decide how to vote on that resolution on your behalf.

Signature(s) \_\_\_\_\_

All shareholders must sign

Contact details: \_\_\_\_\_ Date: \_\_\_\_\_ 2013

Daytime phone number

## NOTES

1. A shareholder of the company who is entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a shareholder of the company.
2. Any corporation that is a shareholder of the Company may appoint a person as its representative to attend the meeting and vote on its behalf, in the same manner as that in which it could appoint a proxy.
3. If you appoint a proxy you must either direct the proxy how to vote by ticking the "For", "Against" or "Abstain" box in respect of each resolution OR by ticking the "Proxy Discretion" box in respect of each resolution. A shareholder can direct the proxy holder in respect of one or more resolutions and give the proxy holder discretion in respect of other resolutions. If a shareholder does not tick any boxes in respect of a resolution then the vote will be invalid.
4. The Chairman of the Meeting or any Director is willing to act as proxy for any shareholder who appoints him/her for that purpose. If you tick the "Proxy Discretion" box for a particular resolution, your proxy will decide how to vote that resolution. However, if your proxy is precluded from voting (for example, because he or she has an interest in the outcome of the resolution), then they will not be able to vote on that resolution on your behalf. The Chairman and Directors intend to vote all discretionary proxies in favour of resolutions 1 to 3.
5. If this form is returned duly signed by a shareholder with voting instructions completed but without a person specified as proxy, the Chairman of the Meeting is deemed to be the proxy to the extent of the voting instructions.
6. If you are joint holders of shares, each of you must sign this proxy form. If the shareholder is 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.
7. A proxy will not be entitled to vote at the meeting unless a properly completed proxy has been lodged at the office of the share registrar, Link Market Services Limited, not less than 48 hours before the commencement of the meeting, that is **not later than 2.00pm on Monday 28 October 2013**. This proxy form may be mailed, delivered, faxed, scanned or completed online in accordance with the instructions below.
8. Voting entitlements will be determined based on registered shareholdings at 5 pm on 28 October 2013.
9. If this proxy form has been signed under a power of attorney ("POA"), a copy of the POA (unless already noted by the company or its registry) and a signed certificate of non-revocation of the POA must be produced to the company with this form.
10. If you intend to attend the meeting and vote please bring this form intact to the meeting as your admission card. The barcode is required for registration purposes. Your voting card will be handed to you when registering at the meeting.
11. If you have any questions about how to complete this proxy form or vote, please call the Link Market Services Limited Investor Helpline between 8.30am and 5.00pm on +64 9 375 5998 or email [meetings@linkmarketservices.co.nz](mailto:meetings@linkmarketservices.co.nz)

**PLEASE COMPLETE YOUR PROXY FORM ONLINE, OR LODGE IT WITH LINK MARKET SERVICES LIMITED IN ONE OF THE FOLLOWING WAYS:**

<b>Online:</b>	To appoint your proxy online, please go to the Link Market Services website: <a href="https://investorcentre.linkmarketservices.co.nz/voting/SLI.aspx">https://investorcentre.linkmarketservices.co.nz/voting/SLI.aspx</a> You will be required to enter your CSN/Holder number and FIN to securely access the website, and then follow the prompts to appoint your proxy and exercise your vote.
<b>Mail:</b>	If mailing a Proxy Form please post to Link Market Services, PO Box 91976, Victoria Street West, Auckland 1142, New Zealand.
<b>Deliver:</b>	Link Market Services, Level 16, Brookfields House, 19 Victoria Street West, Auckland, New Zealand.
<b>Fax:</b>	+ 64 9 375 5990
<b>Scan &amp; email:</b>	<a href="mailto:meetings@linkmarketservices.co.nz">meetings@linkmarketservices.co.nz</a> (please put the words "SLI Proxy Form" in the subject line for easy identification)