

## PROXY FORM & VOTING PAPER

CSN/Shareholder Number:  
Number of Shares:

Being a shareholder of Scott Technology Limited, hereby appoint:

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

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

the Chairman of the meeting

as my/our proxy to vote for me/us and on my/our behalf at the Annual Meeting of the Company to be held on the 8th day of December 2011 and at any adjournment thereof. Note: The Chairman of the meeting will be deemed to be your proxy if no proxy is specified or if your appointed proxy/proxies is/are unable to attend the meeting.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2011

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

### Please note:

1. A shareholder of the Company who is entitled to attend and vote may appoint a proxy vote.
2. A proxy appointed by a Shareholder need not be a Shareholder of the Company.
3. Proxies must be lodged at the Registered Office of the Company, 630 Kaikorai Valley Road, Dunedin, New Zealand (Private Bag 1960, Dunedin, New Zealand), not less than 48 hours before the time of meeting.
4. Joint holders should all sign this form. Companies should execute this form in accordance with the Companies Act 1993 or by an attorney duly authorised.
5. If this form is executed under Power of Attorney, a certificate of non-revocation of Power of Attorney should be completed. A copy of the Power of Attorney should be forwarded with this form if it has not already been noted by the Company.

If this proxy is to be used in favour of, against, or to abstain from, any particular resolution or resolutions, please so indicate by placing a tick (✓) in the appropriate box. Unless otherwise indicated, the proxy will vote as he or she thinks fit.

### Resolutions

1. Election of Director - S J McLauchlan  
That Mr S J McLauchlan be re-elected as a Director.
2. Election of Director - C J Staynes  
That Mr C J Staynes be re-elected as a Director.
3. Auditors  
That Deloitte be reappointed as auditors of the Company and the Directors be empowered to fix the auditors' remuneration.

|  | For                      | Against                  | Abstain                  |
|--|--------------------------|--------------------------|--------------------------|
| 1. Election of Director - S J McLauchlan<br>That Mr S J McLauchlan be re-elected as a Director.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. Election of Director - C J Staynes<br>That Mr C J Staynes be re-elected as a Director.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Auditors<br>That Deloitte be reappointed as auditors of the Company and the Directors be empowered to fix the auditors' remuneration. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

For explanatory notes, refer over page.



**Scott Technology Limited**  
**Private Bag 1960**  
**Dunedin 9054**

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Explanatory Notes:

- 1. Resolutions 1-3** are ordinary resolutions and are therefore required to be passed by a simple majority of the votes of those shareholders entitled to vote and voting on the resolutions.
- 2. Agenda items 2 and 3 (Election of Directors):** The NZSX Listing Rules require any director appointed by the Board during the year to retire at the next annual meeting on the basis that they may seek re-election if they wish. In addition, the NZX Listing Rules require that one-third of the remaining directors retire by rotation at each annual meeting (also on the basis that they may seek re-election if they wish).

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## **NOTICE OF ANNUAL MEETING**

Notice is hereby given that the 2011 Annual Meeting of Shareholders of Scott Technology Limited will be held at Scott Technology Limited, 630 Kaikorai Valley Road, Dunedin, on Thursday 8 December 2011, commencing at 4.00 p.m.

### **ORDINARY BUSINESS**

#### **1. Annual Report**

To consider and adopt the Report of the Directors, the Financial Statements and the Auditors' Report for the year ended 31 August 2011.

#### **2. Election of Director - S J McLauchlan (Resolution 1)**

To re-elect and confirm the appointment of Mr S J McLauchlan as a Director.

In accordance with the Company's constitution, Mr S J McLauchlan retires by rotation, and being eligible, offers himself for re-election. Mr S J McLauchlan is an Independent Director in terms of the NZSX Listing Rules.

#### **3. Election of Director - C J Staynes (Resolution 2)**

To re-elect and confirm the appointment of Mr C J Staynes as a Director.

In accordance with the Company's constitution, Mr C J Staynes retires by rotation, and being eligible, offers himself for re-election. Mr C J Staynes is an Independent Director in terms of the NZSX Listing Rules.

#### **4. Auditors' Remuneration (Resolution 3)**

To record the reappointment of Deloitte as auditors of the Company and to authorise the Directors to fix the auditors' remuneration.

### **OTHER BUSINESS**

5. To consider such other business as may be properly submitted to the meeting.

By Order of the Board



G W Chiles  
Chief Financial Officer  
2 November 2011

### **PROXIES**

A shareholder entitled to attend and vote may appoint a proxy to attend and vote on his/her behalf. The proxy need not be a shareholder of the Company. An instrument appointing a proxy must be received at the Registered Office of the Company not less than 48 hours before the time for holding the meeting. A proxy form is enclosed for the convenience of shareholders.



**SCOTT TECHNOLOGY LIMITED**

**Member Admission and Voting Cards  
ANNUAL MEETING**

Thursday 8 December 2011 at 4.00 p.m.  
to be held at  
Scott Technology Limited  
630 Kaikorai Valley Road  
Dunedin

**NOTE:**

Use the Proxy Form as a reply paid envelope by following the directions below:

- i) First fold along the line indicated (A)
- ii) Second fold along the line indicated (B)
- iii) Tape all three edges

CSN/Shareholder Number:  
Number of Shares:

**Important:**

**If you propose to attend the Annual Meeting:**

Bring this Admission Card with Proxy Form and Voting Paper intact.

**If you do NOT propose to attend the Annual Meeting  
but wish to be represented by a proxy:**

Complete and sign the proxy form attached and mail to the Company.