2021 Annual Shareholders' Meeting

To be held at the Ellerslie Event Centre, Ellerslie Racecourse, 100 Ascot Avenue, Remuera, Auckland in the Remuera Room, Level 1, The Ellerslie Stand and online via Lumi on Thursday 19 August 2021 at 10:30am.

To view and listen to the webcast please visit www.web.lumiagm.com, meeting ID 395-477-121 **or** www.arborgenholdings.com**.**

If you wish to attend the meeting please bring this admission card and form intact.

If you are not attending the meeting and would like to either cast a postal vote or nominate a person to act as your proxy, please complete the appropriate sections below and post or fax this form so that it is received by Computershare Investor Services no later than 10:30am, 17 August 2021 (New Zealand time). You can also cast a postal vote or appoint a proxy online (see instructions below and overleaf).

Voting

(please tick the appropriate box)

RESOLUTIONS	For	Against	Abstain	Proxy Discretion
1. To elect David Knott Jr as a Director of the Company.				
2. To re-elect Thomas Avery as a Director of the Company.				
3. To re-elect Ozey Horton as a Director of the Company.				
4. To authorise the Directors to fix Deloitte's fees and expenses as the Company's auditor for the year ending 31 March 2022.				

Signed: ______________________ Date: ______________________

Signed: ______________________ *(Joint holders should all sign)*

Shareholders should tick only one box for each resolution otherwise their vote will be treated as an abstention in respect of that resolution.

Appointment of Proxy

I/We *(full name)*______________________

of the address above and being a shareholder(s) of ArborGen Holdings Limited

hereby appoint ______________________ of ______________________

(full name of proxy) *(full address)*

or failing him/her ______________________ of ______________________

(full name of proxy) *(full address)*

as my/our proxy to vote for me/us on my/our behalf on the resolutions set out in the Notice of Meeting and on any other matters appropriately put to the 2021 Annual Shareholders' Meeting of ArborGen Holdings Limited to be held on Thursday 19 August 2021 at the Ellerslie Event Centre, Ellerslie Racecourse, 100 Ascot Avenue, Remuera, Auckland in the Remuera Room at 10:30am, and at any adjournment or postponement of that meeting so as to give effect to my/our intention as set out above.

If you tick the For, Against or Abstain boxes of the "Voting" section of this form you are directing your proxy to vote in the manner indicated. If you tick the Proxy Discretion box in the "Voting" section of this form, your proxy may vote as he or she thinks fit. If you do not tick one of the For, Against, Abstain or Proxy Discretion boxes for each resolution then your vote will be treated as an abstention in respect of that resolution.

Signed: ______________________ Date: ______________________

Signed: ______________________ *(Joint holders should all sign)*

Voting Instructions

You may cast your vote in one of four ways:

- **online** – *see instructions on the right*
- **by personally attending the meeting;**
- **by appointing a proxy to attend the meeting; or**
- **by making a postal vote.**

ONLINE LODGEMENT

Lodge your postal vote or appoint your proxy online, 24 hours a day, 7 days a week.

Using your smartphone, scan the QR code overleaf to vote now.

Using a computer, visit www.investorvote.co.nz

PLEASE NOTE: You will need the control number, your CSN/Security holder Number and postcode or country of residence (if outside New Zealand) to securely access InvestorVote and then follow the prompts to lodge your postal vote or appoint your proxy online.

For your online proxy or postal vote to be effective, it must be received by 10:30am, Tuesday 17 August 2021 (New Zealand time).

Voting Instructions continued

If you wish to attend the 2021 Annual Meeting, please bring this form with you to the meeting.

If you wish to appoint a proxy, please complete the "Appointment of Proxy" and "Voting" sections of this form and post or fax the whole form to Computershare Investor Services or lodge online*. Please note:

- You should direct your proxy (who need not be a shareholder of the Company) as to how to vote on the resolutions by indicating your voting preferences in the boxes provided in the voting section of this form.
- If you wish, you may appoint as your proxy "The Chair of the Meeting" or any Director. If you appoint the "Chair of the Meeting", your proxy for each resolution will be exercised by the Chair presiding at the time the resolution is voted on. The "Chair of the Meeting" and the Directors have confirmed that they will vote any discretionary proxies held by them in favour of resolutions 1 to 4.
- If, in appointing your proxy, you do not name a person to be your proxy or your named proxy does not attend the meeting, the Chair will be appointed as your proxy and will vote in accordance with your express direction, including "Proxy Discretion" (subject to any voting prohibitions).
- You may still participate in the meeting even if you have appointed a proxy (but will not be able to vote if a proxy has been appointed).

If you wish to cast a postal vote, please indicate your vote preferences in the "Voting" section of this form and post or fax the whole form to Computershare Investor Services or lodge online*.

** This form and the power of attorney or other authority, if any, under which it is signed, or a copy of that power of attorney (unless otherwise deposited with the Company) and a signed certificate of non-revocation of the power of attorney must be deposited at Computershare Investor Services, either by fax to +64-9-488 8787, or by mail to the address on this form, no later than 10:30am on Tuesday 17 August 2021 (New Zealand time).*

Signing Instructions:

This form must be signed by the shareholder/s or his/her attorney duly authorised in writing, or, if the shareholder is a company, by an officer or attorney duly authorised. Joint holders and Trustees should all sign this form.

If your proxy will be attending the meeting remotely, please ensure that you provide their contact details (phone and email address). If this information is not provided, we cannot guarantee remote admission to the virtual meeting for your proxy.

Proxy contact details (phone): ________________________ and (email): ________________________

Tape here

Fold

Tape here

Tape here

Fold

FreePost Authority No. 156689

Free

NO POSTAGE REQUIRED
IF POSTED IN NEW ZEALAND

ArborGen Holdings Limited
c/- Share Registrar
Computershare Investor Services Limited
Private Bag 92119
Auckland 1142
New Zealand