



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 to the meeting.**

SECTION 2: PROXY FORM – For use if you are unable to attend the meeting.

If you do not propose to attend the Annual Meeting but wish to be represented by proxy, complete and sign this Proxy Form and Voting Instructions section (keep intact) by ticking one box for each resolution. Proxies need to be lodged as per the instructions in the Notes to this Proxy Form.

I/We being a shareholder(s) **Mercer Group Limited**

hereby appoint

as my/our proxy to vote for me/us on my/our behalf at the Annual Meeting of the Company to be held on Tuesday 10 December 2013 at 3.00pm at the Treasury Room, George Hotel, 50 Park Terrace, Christchurch Central and at any adjournment thereof.

SECTION 3: VOTING INSTRUCTIONS

RESOLUTIONS	Tick (✓) in box to record your vote			
	For	Against	Abstain	Proxy Discretion
1. That Deloitte, be appointed as Auditor of the company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. That the Board of Directors be authorised to fix the Auditors' fees and expenses for the coming year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. That Garry Diack be re-elected as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. That Richard Rookes be re-elected as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature(s) _____
All shareholders must sign

Contact details: _____ Date: _____ 2013
Daytime phone number

Notes:

1. This Proxy Form must be completed and returned to Link Market Services Limited (address details set out below) no later than 3:00pm on Monday, 9 December 2013 for your proxy to be effective.
2. A shareholder entitled to attend and vote at the Annual Meeting is entitled to appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead of him/her and that proxy or representative need not also be a shareholder.
3. The Chairman of the meeting is willing to act as proxy if shareholders wish to appoint him. The Chairman will vote according to your instructions. The Chairman and the Directors intend to vote all discretionary proxies in favour of the relevant resolution.
4. If the Proxy Form is signed under a power of attorney, a copy of the power of attorney and a signed certificate of non-revocation of the power of attorney must be produced with this Proxy Form.
5. If you return this Proxy Form without directing the proxy how to vote on any particular matter, then your instruction will be to abstain. If you return this Proxy Form without appointing a proxy, your Proxy Form will be invalid.
6. Companies appointing a proxy must do so either under the signature of two directors, or produce an authority for noting by the Company.
7. If you have any questions regarding your voting please call the Link Market Services investor helpline on :+64 9 375 5998 between 8.30am and 5.00pm or email meetings@linkmarketservices.co.nz

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

Mail:	PO Box 91976, Auckland , 1142, New Zealand If mailing this Proxy Form from within New Zealand, please use the reply-paid envelope provided.
Deliver:	Link Market Services, Level 7, Zurich House, 21 Queen Street, Auckland, New Zealand.
Fax:	+ 64 9 375 5990
Scan & email:	meetings@linkmarketservices.co.nz (please put the words “MGL Proxy Form” in the subject line for easy identification)