



19 October 2022  
NZX/ASX Market Release

## **Notice of Meeting and update to remuneration practices**

The a2 Milk Company (a2MC, the Company) is pleased to advise that it is today publishing its Notice of Meeting for the 2022 Annual Meeting of shareholders. The meeting will be held on Friday, 18 November 2022 at 11:00am New Zealand daylight time at The Cordis in Auckland, New Zealand. All details regarding the meeting and resolutions are contained in the attached Notice of Meeting.

Through FY22, the Company made significant progress developing its refreshed growth strategy, the results of which were communicated to the market at the Company's Investor Day in October 2021. Pleasingly, as demonstrated in the FY22 results, strong progress has been made executing against the refreshed growth strategy and with meaningful progress towards the Company's medium-term financial and non-financial measures of success. Furthermore, considerable progress was made in FY22 to renew and bolster the Company's Executive Leadership Team with a number of changes and new appointments.

With the growth strategy in place and execution well underway, the Board has also undertaken some renewal this year, with two important appointments to the Board in Sandra Yu and David Wang. Sandra and David both have deep lifetime experience in China and between them bring strong commercial and supply chain expertise, as the Company looks to further build its internal supply chain capability. Sandra and David were appointed to the Board in March and September 2022 respectively, and are seeking election at the Annual Meeting in November 2022. Furthermore, as announced in August 2022, Julia Hoare intends to step down from the Board after over nine years of service, following the release of the Company's FY23 interim results in February 2023.

Separately, to further align to recent practices for New Zealand and Australian executive remuneration, the Board is reviewing the Company's remuneration practices. While the review is still ongoing, the Board is already committed to making certain changes in FY23. The Board will be revising the Company's short-term incentive (STI) plan structure to include a percentage of deferral for the Chief Executive Officer's (CEO) STI to the extent one is achieved in FY23. The exact percentage that will be deferred has yet to be determined by the Board and will be agreed upon based on the findings of the review process. The Board will also be submitting the CEO's long-term incentive (LTI) grant for the FY24 LTI plan as a resolution on an advisory basis to the Annual Meeting in 2023. Whilst these changes are not relevant to the 2022 Annual Meeting, the Board believes these changes will further align the Company's remuneration practices with shareholders' interests and expectations and to recent practice in New Zealand and Australia.

The Board looks forward to meeting with shareholders in November at the Annual Meeting, when all these matters will be discussed in more detail.



**Authorised for release by**  
**David Hearn**  
**Chair**  
**The a2 Milk Company Limited**

**For further information, please contact:**

**Investors / Analysts**

David Akers  
Group Head of Investor Relations and Sustainability  
M +61 412 944 577  
[david.akers@a2milk.com](mailto:david.akers@a2milk.com)

Rebecca Culbertson  
Investor Relations Manager  
M +61 400 955 295  
[rebecca.culbertson@a2milk.com](mailto:rebecca.culbertson@a2milk.com)

**Media**

Rick Willis  
M +61 411 839 344  
[rick@networkfour.com.au](mailto:rick@networkfour.com.au)

**Media – New Zealand**

Barry Akers  
M +64 21 571 234  
[akers@senescallakers.co.nz](mailto:akers@senescallakers.co.nz)





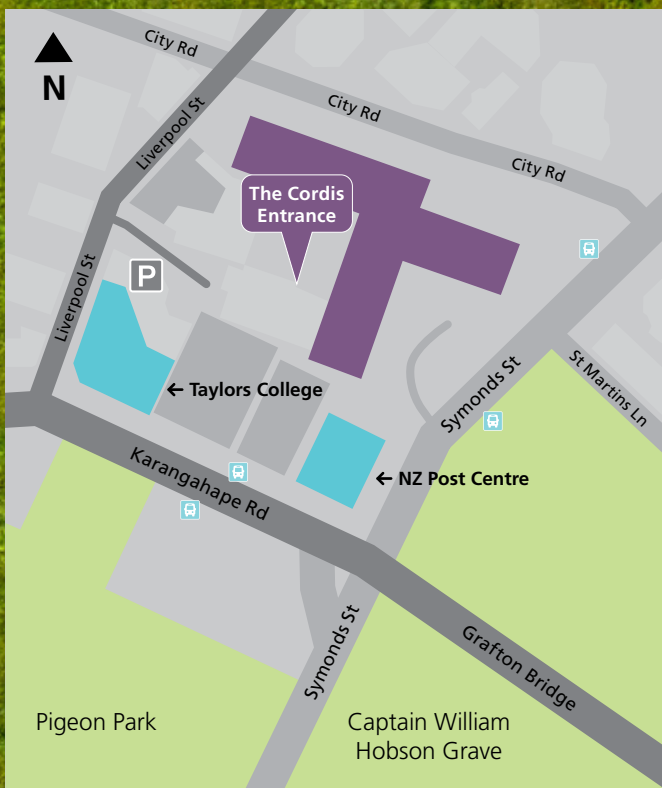


# 2022<sup>▲</sup>

## NOTICE OF ANNUAL MEETING

THE a2 MILK COMPANY LIMITED





## Getting there

### By public transport

We encourage you to catch public transport.

- The Cordis has a complimentary shuttle bus. You can catch the shuttle from the corner of Custom Street and Queen Street near the ANZ. The timetable may vary depending on demand. For more information and a timetable, please contact the Cordis via email at [cdakl.concierge@cordishotels.com](mailto:cdakl.concierge@cordishotels.com).
- Take a train to Britomart or Grafton Train Stations. From the Britomart Station, proceed to the exit at Queen Street, and head south towards Galway Street.

From the Grafton Train Station, head east on Outhwaite Lane towards Park Road.

- The following bus routes have stops nearby: 132, 134, 24R, 27H, 75, NX2

### By car

Wilson's pay and display public car parks can be found near the hotel at: Liverpool Street, Wakefield Street, 450 Queen Street, 100 Symonds Street. For more information, see here: [www.cordishotels.com/en/auckland/the-hotel/about-us/our-location](http://www.cordishotels.com/en/auckland/the-hotel/about-us/our-location)



**NOTICE is hereby given that the 2022 Annual Meeting of shareholders of The a2 Milk Company Limited (the “Company”) will be held on Friday, 18 November 2022 at 11:00am New Zealand Daylight Time at The Cordis, Auckland.**

The Company is pleased to advise that this year shareholders will be able to:

- attend the meeting in person at The Cordis, 83 Symonds Street, Grafton, Auckland 1010, New Zealand; or
- attend and participate at the meeting virtually via an online platform provided by the Company’s share registrar, Link Market Services, at [www.virtualmeeting.co.nz/a2MC22](http://www.virtualmeeting.co.nz/a2MC22); or
- attend and participate in the meeting through a proxy.

Further details on how to do so are set out in this Notice of Meeting and the Virtual Annual Meeting Online Portal Guide filed on the market announcement platforms of the NZX and ASX, and available on the Company’s website ([www.thea2milkcompany.com/annual-meetings](http://www.thea2milkcompany.com/annual-meetings)).

To view the Company’s latest financial statements, for the year ended 30 June 2022, please visit [www.thea2milkcompany.com/results](http://www.thea2milkcompany.com/results) and select the 2022 Annual Report within the Results and reports section of the webpage.

The Explanatory Notes, which accompany this Notice of Meeting, provide more information on the resolutions which will be put before shareholders.



# BUSINESS

## A. WELCOME

## B. CHAIR SPEECH

## C. MANAGING DIRECTOR AND CEO ADDRESS

## D. FINANCIAL STATEMENTS AND REPORTS

To receive and consider the Company's financial statements for the year ended 30 June 2022, together with the Directors' and Auditor's reports.

## E. RESOLUTIONS

### Resolution 1: Auditor's Fees and Expenses

*To consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:*

"That the Directors of the Company be authorised to fix the fees and expenses of the Company's auditor, Ernst & Young, for the ensuing year."

### Resolution 2: Election of Director – Sandra Yu

*To consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:*

"That Sandra Yu, who was appointed a Director of the Company by the Board during the year, and who will retire at the meeting in accordance with the Company's constitution, be elected as a Director of the Company."

### Resolution 3: Election of Director – David Wang

*To consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:*

"That David Wang, who was appointed a Director of the Company by the Board during the year, and who will retire at the meeting in accordance with the Company's constitution, be elected as a Director of the Company."

### Resolution 4: Re-election of Director – Pip Greenwood

*To consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:*

"That Pip Greenwood, who will retire at the meeting by rotation in accordance with the Company's constitution, be re-elected as a Director of the Company."

## F. QUESTIONS

*To consider any other matters that may properly be brought before the meeting.*

## G. CLOSE



# OTHER INFORMATION

## SHAREHOLDERS ELIGIBLE TO VOTE

Only shareholders who hold ordinary shares in the Company as at 9:00pm New Zealand Daylight Time on Wednesday, 16 November 2022 will be eligible to vote at the meeting.

## ATTENDING AND PARTICIPATING IN THE ANNUAL MEETING

Shareholders (and appointed proxies) will be able to attend the meeting in person at The Cordis, 83 Symonds Street, Grafton, Auckland 1010, New Zealand, or, alternatively, attend and participate at the meeting virtually via an online platform provided by the Company's share registrar, Link Market Services, at [www.virtualmeeting.co.nz/a2MC22](http://www.virtualmeeting.co.nz/a2MC22). Shareholders attending and participating in the meeting virtually via the online platform will be able to watch the meeting live, and vote and ask questions online, during the meeting.

The Company encourages shareholders unable to attend the meeting in person to make use of this technology and to participate at the meeting via the online platform. If you wish to attend the meeting virtually, you will require your CSN/Holder Number, Securityholder Reference Number (SRN) or Holder Identification Number (HIN) for verification purposes.

More information regarding virtual attendance at the meeting (including how to vote and ask questions online during the meeting) is available below and in the Virtual Annual Meeting Online Portal Guide filed on the market announcement platforms of the NZX and ASX and also available on the Company's website ([www.thea2milkcompany.com/annual-meetings](http://www.thea2milkcompany.com/annual-meetings)).

**The Company strongly recommends that shareholders who wish to participate in the meeting virtually log in to the online portal at least 15 minutes prior to the scheduled start time for the meeting.**



## OTHER INFORMATION

### Attending the Annual Meeting via the online platform

The Annual Meeting will be viewable from desktops, laptops, mobile devices and tablets.

Shareholders wishing to attend and participate in the Annual Meeting virtually should, in advance of the meeting, ensure they have access to a compatible web browser. Details of the browsers that the platform supports are available in the Virtual Meeting Online Portal Guide. Shareholders can check the current version of their web browser by going to [www.whatismybrowser.com](http://www.whatismybrowser.com).

To attend and vote at the Annual Meeting virtually, shareholders will need to have their CSN/Holder Number, Securityholder Reference Number (SRN) or Holder Identification Number (HIN) before proceeding. Appointed proxies will need their proxy number, which will be provided by Link Market Services prior to the meeting.

Shareholders can register on Friday, 18 November 2022 from 10:00am New Zealand Daylight Time. This is 1 hour prior to the scheduled commencement of the meeting.

#### To access the online platform, shareholders will need to take the following steps:



1. Open web browser  
<https://meetings.linkgroup.com/a2mc22>.



2. Log in to the portal using their full name, mobile number, email address, and company name (if applicable).



3. Read and accept the terms and conditions before clicking on the blue 'Register and Watch Annual Meeting' button.



4. Once logged in, a live video webcast of the meeting will appear on the left-hand side of the screen, with the meeting presentation slides appearing on the right-hand side of the screen. Keep the browser open for the duration of the meeting.



5. If the browser is closed, the session will expire. If the shareholder (or appointed proxy) attempts to log in again, they will be sent a recovery link via email for security purposes.



## Asking Questions

Shareholders physically present at the meeting or attending virtually via the online platform will have the opportunity to submit questions to the Board, the Company's senior management, and the Company's auditors during the meeting.

Shareholders attending virtually via the online platform may ask questions after they have registered to vote by clicking on the 'Ask a Question' box. Shareholders will need to select the business to which the question relates (either General Business or a specific resolution), type the question in the 'Question' section, and click on the 'Submit Question' button. This will send the question to the Management/Board.

Shareholders wanting to ask a question prior to the meeting, to be addressed at the meeting, should email [meetings@linkmarketservices.com](mailto:meetings@linkmarketservices.com), complete the question section on the accompanying proxy form, or submit the question online by going to [vote.linkmarketservices.com/ATM](https://vote.linkmarketservices.com/ATM), in each case by 11am New Zealand Daylight Time on Wednesday, 16 November 2022.

The Board will endeavour to address all appropriate questions at the meeting within the time allocated for questions.

## VOTING

### Register to vote

To vote via the online platform during the meeting, shareholders (or appointed proxies) will need to first register to vote by clicking on the 'Get a Voting Card' box at the bottom of the webpage or below the video and entering their CSN/Holder Number, Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as validation. Once registered, the shareholder's voting card will appear with all of the resolutions to be voted on by the shareholders at the meeting (as set out in this Notice of Meeting). Shareholders may need to use the scroll bar on the right-hand side of the voting card to scroll up or down to view all resolutions.



## OTHER INFORMATION

### Full or partial voting

Shareholders and proxies can either submit a full vote or a partial vote on each resolution by moving between the 'Full Vote' and 'Partial Vote' tabs at the top of the voting card.

To submit a full vote, a shareholder may click on the 'For', 'Against' or 'Abstain' voting buttons under the 'Full Vote' tab.

To submit a partial vote, a shareholder may enter the number of votes they would like to vote for any or all resolutions under the 'Partial Vote' tab. The total number of votes that a shareholder is entitled to vote will be displayed under each resolution. When the shareholder enters the number of votes in a certain box, it will automatically calculate the total number of votes left.

### Submitting your vote

Once finished entering the votes on the resolutions, shareholders will need to scroll down and click on the 'Cast Vote' or 'Cast Partial Vote' button. Shareholders may edit their voting cards by clicking the 'Edit Card' button at any time before the voting is closed, which will be 5 minutes after the close of the meeting. The un-voted portion of the shareholders' votes (if any) will be submitted as 'No Instruction' and therefore will not be counted.

The Virtual Meeting Online Portal Guide provides a separate detailed overview on how to vote and ask questions during the meeting. The Virtual Meeting Online Portal Guide will be filed on the market announcement platforms of the NZX and ASX and will also be able to be viewed on the Company's website ([www.thea2milkcompany.com/annual-meetings](http://www.thea2milkcompany.com/annual-meetings)).

Shareholders attending the meeting in person should bring the enclosed proxy form with them to assist with shareholder registration.

Shareholders attending the meeting can also download the LinkVote App from the Apple App Store or Google Play if they would like to vote during the meeting using their mobile phone. The LinkVote App will be available for download prior to the meeting.

Shareholders can also vote prior to the meeting either by post or online, as described below under "Postal Voting" and "Online Voting".



## PROXIES

A shareholder entitled to attend and vote but who cannot attend the meeting (whether in person or via the online platform) is encouraged to appoint a proxy to attend and vote on that shareholder's behalf. The proxy need not be a shareholder of the Company.

To appoint a proxy, a shareholder should complete and sign the proxy form enclosed with this notice and return it to the office of the Company's share registrar, Link Market Services, by no later than 11:00am New Zealand Daylight Time on Wednesday, 16 November 2022. Any proxy form received after that time will not be valid for the meeting.

Shareholders can alternatively complete the proxy form online by following the instructions on the enclosed proxy form. To securely appoint a proxy online, NZX registered holders will need their CSN/Holder number and FIN, and ASX registered holders will need their Securityholder Reference Number (SRN) or Holder Identification Number (HIN), and postcode or country of residence, in order to complete the online validation process. Please contact Link Market Services if you need to obtain these details. The contact details for Link Market Services can be found on the enclosed proxy form.

Please refer to the instructions on the enclosed proxy form as to the ways in which the proxy form can be sent to Link Market Services, including instructions on how to appoint your proxy and vote online.

The Chair of the meeting may be appointed as a proxy and intends to vote any undirected/discretionary proxy in favour of each resolution.

## CORPORATE REPRESENTATIVE AND ATTORNEY APPOINTMENTS

A body corporate which is a shareholder, or an attorney of a shareholder, may appoint a representative to attend and vote at the meeting on its behalf. Any shareholder may appoint an attorney to attend and vote at the meeting on its behalf. Notice of any such appointment should be sent to the Company's share registrar, Link Market Services, as soon as possible, no later than 11:00am on Wednesday, 16 November 2022.



## OTHER INFORMATION

### POSTAL VOTING

A shareholder is entitled to exercise his/her vote at the meeting by casting a postal vote. A postal voting form is incorporated in the proxy form.

To cast a postal vote, a shareholder should complete and sign the postal voting form enclosed with this Notice of Meeting and return it to the office of the Company's share registrar, Link Market Services, by no later than 11:00am New Zealand Daylight Time on Wednesday, 16 November 2022. Any postal voting form received after that time will not be valid for the meeting. Link Market Services has been authorised by the Board to receive and count postal votes at the meeting.

Please refer to the instructions on the enclosed postal voting form as to the ways in which the postal voting form can be sent to Link Market Services, including instructions on how to appoint your proxy and vote online.

### ONLINE VOTING

Shareholders may elect to lodge their proxy appointment or postal vote online. You will need to go to the website of our share registrar, Link Market Services:  
[vote.linkmarketservices.com/ATM](https://vote.linkmarketservices.com/ATM).

### REQUISITE MAJORITIES

The resolutions are ordinary resolutions requiring the approval of a simple majority of the votes of those shareholders entitled to vote and voting (virtually, by postal vote or by proxy) in order for them to be passed.

By order of the Board.



**Mr David Hearn**  
Chair

19 October 2022



# EXPLANATORY NOTES

## RESOLUTION 1

### **Auditor's Fees and Expenses**

Ernst & Young, the current auditor of the Company, will be automatically reappointed under section 207T of the Companies Act 1993. Resolution 1 authorises the Directors to fix the fees and expenses of Ernst & Young as the Company's auditor in accordance with section 207S of the Companies Act 1993.



## RESOLUTION 2

### Election of Director – Sandra Yu

Sandra was appointed as a Director by the Board, under clause 17.2(a) of the Company's constitution, with effect from 1 March 2022. Sandra will retire from office at the meeting and offers herself for election as required by the Company's constitution and NZX Listing Rule 2.7.1.

The other members of the Board unanimously support Sandra's election.

The Board considers Sandra to be an Independent Director.



### Sandra Yu

#### Independent, Non-executive Director

Sandra sits on both the Audit and Risk Management and the People and Remuneration committees.

Sandra is a highly regarded company director and an experienced global executive in consumer goods industries, and importantly in the infant milk formula ("IMF") market in China, with a proven track record of driving business and brand transformation, leveraging opportunities for growth, and building organisational capabilities across China as well as the USA and other parts of Asia.

As the former head of Mead Johnson Nutrition's Greater China business, Sandra was a member of Mead Johnson Nutrition's Global leadership team. Prior to that, Sandra held various other senior executive roles at Mead Johnson Nutrition, including as the Global Marketing Vice President, responsible for the transition to new digital media and ecommerce channels globally.

Sandra was also appointed as the non-executive chairwoman to lead RB China advisory board after the merger between Reckitt Benckiser and Mead Johnson Nutrition in 2017.

Prior to joining Mead Johnson, Sandra held executive positions at Unilever, where she worked across Asia for thirteen years.

Sandra resides in Greater China.



## RESOLUTION 3

### Election of Director – David Wang

David was appointed as a Director by the Board, under clause 17.2(a) of the Company's constitution, with effect from 1 September 2022. David will retire from office at the meeting and offers himself for election as required by the Company's constitution and NZX Listing Rule 2.7.1.

The other members of the Board unanimously support David's election.

The Board considers David to be an Independent Director.



### David Wang

#### **Independent, Non-executive Director**

David sits on both the Audit and Risk Management and the People and Remuneration committees.

David brings extensive expertise across the Asia-Pacific region in manufacturing and supply chain with over 30 years' experience in industrial and consumer goods businesses including 15 years in senior executive leadership roles in China. This extensive expertise and experience enhances the Company's internal supply chain capability. Currently, David is the President of Asia Pacific for Buhler AG, a global leader in the provision of industrial solutions, which specialises in integrated plant equipment systems and related services for food processing and advanced materials manufacturing.

In his career, David has held various senior executive roles including at Blackstone AVINTIV Inc and Dover Corporation where his responsibilities covered manufacturing, research and development, technology and sales throughout Asia. David also worked with PepsiCo for almost 10 years in operations and supply chain.

David resides in China.



## RESOLUTION 4

### Re-election of Director – Pip Greenwood

Under the Company's constitution and the NZX Listing Rules, a Director must not hold office (without re-election) past the third annual meeting following the Director's appointment or three years, whichever is longer. Accordingly, Pip Greenwood will retire from office at the meeting and offers herself for re-election.

The other members of the Board unanimously support Pip's re-election.

The Board considers Pip to be an Independent Director.



### Pip Greenwood

#### Independent, Non-executive Director

Pip has been a director of the Company since 1 July 2019. She is also Chair of the Nomination Committee and a member of the People and Remuneration Committee.

Currently Pip is also a director on the boards of Westpac New Zealand, Spark New Zealand and Fisher & Paykel Healthcare. She was previously a senior partner at law firm Russell McVeagh, where she spent over 10 years on the firm's board including acting as the firm's board Chair and interim CEO.

Pip brings extensive commercial and board experience to the Company's Board. A leader in the field of corporate law and in the New Zealand business community, she is the recipient of numerous industry awards including being named New Zealand "Dealmaker of the Year" at the Australasian Law Awards 2018, an accolade she has won five times; and she has twice been recognised as a finalist at the Women of Influence Awards.

Pip resides in New Zealand.









[thea2milkcompany.com](https://thea2milkcompany.com)

The a2 Milk Company Limited  
(Australian Registered Body Number 158 331 965  
– Incorporated in New Zealand)





## LODGE YOUR PROXY

### Online

[vote.linkmarketservices.com/ATM](https://vote.linkmarketservices.com/ATM)

### Scan & Email

[meetings@linkmarketservices.com](mailto:meetings@linkmarketservices.com)

### Deliver in person

Link Market Services Limited,  
Rhodes Corporate Park  
1A Homebush Bay Drive  
Rhodes NSW 2138

### Mail

Use the enclosed envelope or  
address to:

Link Market Services Limited  
Reply Paid 1524  
Sydney South NSW 1234  
Australia

## SCAN THIS QR CODE WITH YOUR SMARTPHONE AND VOTE ONLINE



### General Enquiries

+64 9 375 5998 | [enquiries@linkmarketservices.com](mailto:enquiries@linkmarketservices.com)

## PROXY FORM FOR THE 2022 ANNUAL MEETING

The Annual Meeting of The a2 Milk Company Limited ("a2MC" or the "Company") will be held on **Friday, 18 November 2022 at 9:00am** Australian Eastern Daylight Time. The Annual Meeting will be held at The Cordis, 83 Symonds Street, Grafton, Auckland 1010, New Zealand and online via the Link Market Services Annual Meeting platform, at [www.virtualmeeting.co.nz/a2MC22](https://www.virtualmeeting.co.nz/a2MC22). More information regarding virtual attendance and voting at the Annual Meeting is available in the Virtual Meeting Online Portal Guide which will be filed on the ASX and NZX market announcement platforms and be available on the Company's website at <https://thea2milkcompany.com/market-announcements/>.

If you propose NOT to attend the Annual Meeting physically or virtually but wish to vote by postal vote or appoint a proxy please complete and return all pages of this form to Link Market Services no later than **9:00am** Australian Eastern Daylight Time on **Wednesday, 16 November 2022** (being 48 hours before the commencement of the Annual Meeting). Proxy appointment or postal voting can also be completed **online**. Please read the instructions below before completing this form. Please do not appoint a proxy if you are voting by postal vote.

### POSTAL VOTE

As a shareholder entitled to vote at the Annual Meeting, you are entitled to vote by postal vote. You can cast your postal vote online or by one of the other methods noted above. If you return your postal vote without indicating how you wish to vote, or your indication on how to vote is unclear, on any resolution, you will be deemed to have abstained from voting on that resolution. If you complete the postal vote section and also appoint a proxy, then your postal vote will be cast, and your proxy appointment will not be counted. If this form is returned duly signed by a shareholder with voting instructions completed but without indicating that it is a postal vote or a proxy appointment, it will be deemed to be a postal vote.

### APPOINTMENT OF PROXY

A shareholder entitled to attend and vote at the Annual Meeting is entitled to appoint a proxy to attend and vote at the Annual Meeting instead of the shareholder. A proxy need not be a shareholder of a2MC. Any corporation that is a shareholder of a2MC may appoint a person as its representative to attend the Annual Meeting and vote on its behalf, in the same manner as that in which it could appoint a proxy.

### Appointing the Chair of the Annual Meeting or a director as your proxy

If you wish, you may appoint the Chair of the Annual Meeting as your proxy. To do so, please write "Chair of the Meeting" on the line following the words "hereby appoint" in the section on the next page entitled "appoint a proxy to vote on your behalf". The Chair will vote according to your instructions. If the Chair is not instructed how to vote, the Chair intends to vote in favour of each resolution. If you

return this form without directing the proxy how to vote on any particular resolution, the proxy will exercise the proxy's discretion as to whether to vote and, if so, how to vote.

### ATTENDING THE ANNUAL MEETING

You can still attend the meeting online, even if you have cast a postal vote or appointed a proxy, although you will not be able to vote in either of those cases.

If you propose to attend the Annual Meeting please bring this Proxy Form (with all pages intact) with you as the barcode on the front page is required for registration at the Annual Meeting.

### SIGNING INSTRUCTIONS FOR PROXY FORMS

#### Individual

This Proxy Form must be signed by the shareholder or the shareholder's attorney duly authorised in writing.

#### Joint holding

This Proxy Form may be signed by either, or on behalf of, the joint shareholders (or their duly authorised attorney).

#### Power of Attorney

If this 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 the attorney under which the Proxy Form is signed, must be produced to the Company with this Proxy Form.

#### Body Corporate

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.

**Go online to [vote.linkmarketservices.com/ATM](https://vote.linkmarketservices.com/ATM) to vote or turn over to complete the Postal Vote/Proxy Form**



## POSTAL VOTE / PROXY FORM

### STEP 1: CHOOSE TO VOTE BY POSTAL VOTE OR APPOINT A PROXY TO VOTE ON YOUR BEHALF

#### POSTAL VOTING

☐

I wish to vote by postal vote (please tick the box only if you wish to cast a postal vote instead of appointing a proxy).  
My voting intention is indicated in the section below entitled "Items of Business – Voting Instructions".

#### APPOINT A PROXY TO VOTE ON YOUR BEHALF

I/We being a shareholder of The a2 Milk Company Limited

hereby appoint \_\_\_\_\_ email Address \_\_\_\_\_

or failing him/her \_\_\_\_\_ email Address \_\_\_\_\_

as my/our proxy to vote for me/us on my/our behalf at the Annual Meeting of The a2 Milk Company Limited to be held at The Cordis, 83 Symonds Street, Grafton, Auckland 1010, New Zealand and virtually via an online platform, at [www.virtualmeeting.co.nz/a2MC22](http://www.virtualmeeting.co.nz/a2MC22) at 9:00am Australian Eastern Daylight Time on Friday, 18 November 2022 and at any adjournment of that meeting. Please indicate with a tick in the appropriate boxes below how you wish your proxy to vote. If you wish, you may appoint the "Chair of the Meeting" as your proxy.

### STEP 2: ITEMS OF BUSINESS – VOTING INSTRUCTIONS

#### ORDINARY BUSINESS

To consider and, if thought fit, pass the following resolutions as ordinary resolutions of the Company:

Tick (✓) in box to vote				
For	Against	Proxy Discretion	Abstain	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

1. That the Directors of the Company be authorised to fix the fees and expenses of the Company's auditor, Ernst & Young, for the ensuing year.
2. That Sandra Yu, who was appointed a Director of the Company by the Board during the year, and who will retire at the meeting in accordance with the Company's constitution, be elected as a Director of the Company.
3. That David Wang, who was appointed a Director of the Company by the Board during the year, and who will retire at the meeting in accordance with the Company's constitution, be elected as a Director of the Company.
4. That Pip Greenwood, who will retire at the meeting by rotation in accordance with the Company's constitution, be re-elected as a Director of the Company.

### STEP 3: SHAREHOLDER QUESTIONS

Shareholders attending the Annual Meeting will have the opportunity to ask questions during the Annual Meeting. If you cannot attend the Annual Meeting, physically or virtually but would like to ask a question, or if you are attending and would like to ask a question in advance, you can submit such question by: (1) email to [meetings@linkmarketservices.com](mailto:meetings@linkmarketservices.com); or (2) online by going to [vote.linkmarketservices.com/ATM](http://vote.linkmarketservices.com/ATM) and completing the online validation process; or (3) completing the question section below and returning it to Link Market Services. Questions will need to be submitted by **9:00am** Australian Eastern Daylight Time on **Wednesday, 16 November 2022**. The Board will endeavour to address all appropriate questions at the Annual Meeting.

Question:

#### SIGN: SIGNATURE OF SHAREHOLDER(S) This section must be completed.

Shareholder 1

Shareholder 2

Shareholder 3

Contact Name \_\_\_\_\_

Daytime Telephone \_\_\_\_\_

Date \_\_\_\_\_

#### Electronic Investor Communication:

If you received the Notice of Meeting and this form by mail and you wish to receive your future communications by email, please provide your email address below:



# Virtual Meeting Online Guide

## Before you begin

Ensure your browser is compatible.  
Check your current browser by going to the website: **[whatismybrowser.com](https://whatismybrowser.com)**

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Supported browsers are:

- Chrome – Version 44 & 45 and after
- Firefox – 40.0.2 and after
- Safari – OS X v10.9 & OS X v10.10 and after
- Internet Explorer – 11 and up
- Edge – 92.0 and up

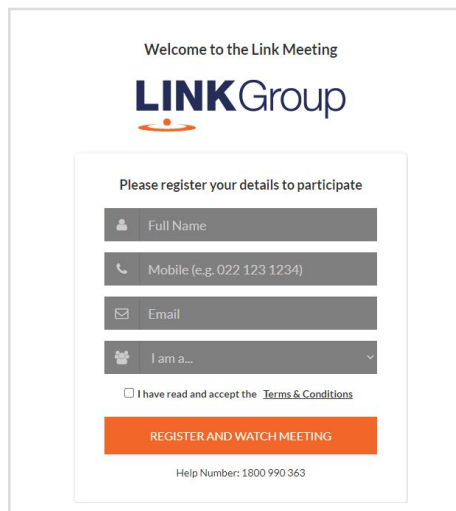
**To attend and vote you must have your securityholder number and postcode.**

Appointed Proxy: Your proxy number will be provided by Link before the meeting.

**Please make sure you have this information before proceeding.**



# Virtual Meeting Online Guide



## Step 1

Open your web browser and go to <https://www.virtualmeeting.co.nz/a2mc22>

## Step 2

Log in to the portal using your full name, mobile number, email address, and participant type.

Please read and accept the terms and conditions before clicking on the blue **'Register and Watch Meeting'** button.

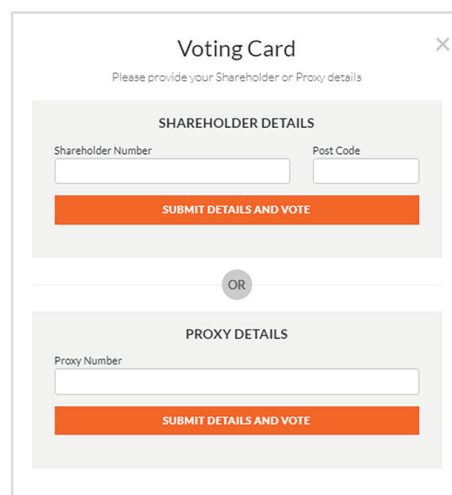
- A live webcast of the Meeting starts automatically once the meeting has commenced. The meeting slides will be transitioned throughout the webcast. If the webcast does not start automatically please press the play button and ensure the audio on your computer or device is turned on.
- At the bottom – buttons for 'Get a Voting Card', 'Ask a Question' and a list of company documents to download

**Note:** If you close your browser, your session will expire and you will need to re-register. If using the same email address, you can request a link to be emailed to you to log back in.

## 1. Get a Voting Card

To register to vote – click on the 'Get a Voting Card' button.

This will bring up a box which looks like this.



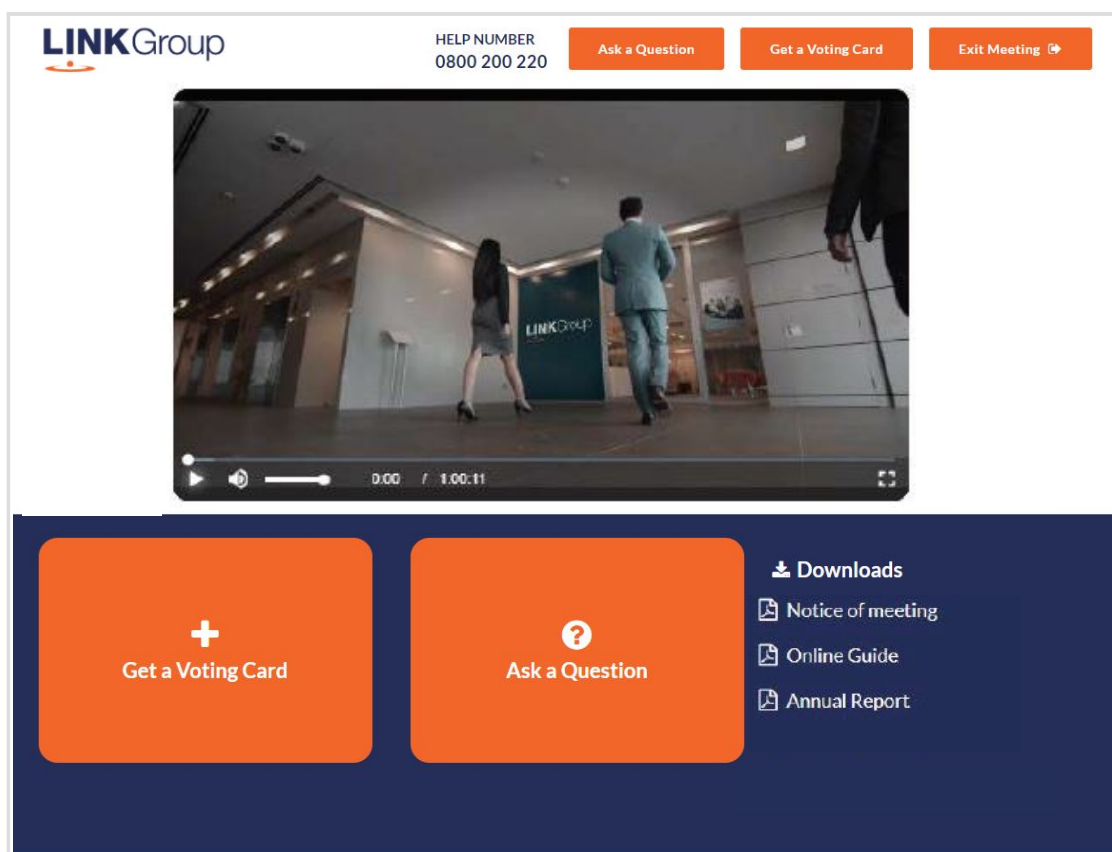
If you are an individual or joint securityholder you will need to register and provide validation by entering your securityholder number and postcode.

If you are an appointed Proxy, please enter the Proxy Number issued by Link in the PROXY DETAILS section. Then click the **'SUBMIT DETAILS AND VOTE'** button.

Once you have registered, your voting card will appear with all of the resolutions to be voted on by securityholders at the Meeting (as set out in the Notice of Meeting). You may need to use the scroll bar on the right hand side of the voting card to view all resolutions.

Securityholders and proxies can either submit a Full Vote or Partial Vote.





### Full Votes

To submit a full vote on a resolution ensure you are in the **'Full Vote'** tab. Place your vote by clicking on the **'For'**, **'Against'**, or **'Abstain'** voting buttons.

### Partial Votes

To submit a partial vote on a resolution ensure you are in the **'Partial Vote'** tab. You can enter the number of votes (for any or all) resolution/s. The total amount of votes that you are entitled to vote for will be listed under each resolution. When you enter the number of votes it will automatically tally how many votes you have left.

**Note:** If you are submitting a partial vote and do not use all of your entitled votes, the un-voted portion will be submitted as No Instruction and therefore will not be counted.

Once you have finished voting on the resolutions scroll down to the bottom of the box and click on the **'Submit Vote'** or **'Submit Partial Vote'** button.

**Note:** You can close your voting card without submitting your vote at any time while voting remains open. Any votes you have already made will be saved for the next time you open up the voting card. The voting card will appear on the bottom left corner of the webpage. The message **'Not yet submitted'** will appear at the bottom of the page.

You can edit your voting card at any point while voting is open by clicking on **'Edit Card'**. This will reopen the voting card with any previous votes made.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide windows advising the remaining voting time. Please make any changes and submit your voting cards.

Once voting has been closed all submitted voting cards cannot be changed.



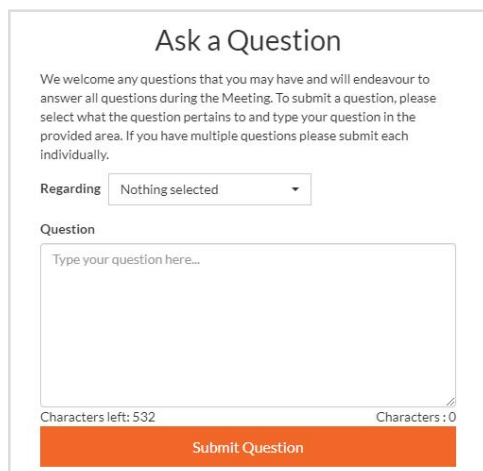
# Virtual Meeting Online Guide *continued*

## 2. How to ask a question

**Note:** Only verified Securityholders, Proxyholders and Corporate Representatives are eligible to ask questions.

If you have yet to obtain a voting card, you will be prompted to enter your security holder number or proxy details before you can ask a question. To ask a question, click on the 'Ask a Question' button either at the top or bottom of the webpage.

The 'Ask a Question' box will then pop up with two sections for completion.



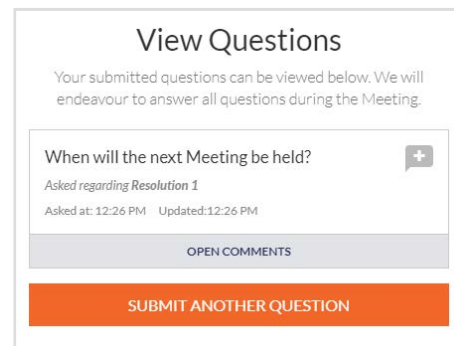
In the 'Regarding' section click on the drop down arrow and select the category/resolution for your question.

Click in the 'Question' section and type your question and click on 'Submit'.

A 'View Questions' box will appear where you can view your questions at any point. Only you can see the questions you have asked.

If your question has been answered and you would like to exercise your right of reply, you can submit another question.

Note that not all questions are guaranteed to be answered during the Meeting, but we will do our best to address your concerns.



## 3. Downloads

View relevant documentation in the Downloads section.

## 4. Voting closing

Voting will end 5 minutes after the close of the Meeting.

At the conclusion of the Meeting a red bar with a countdown timer will appear at the top of the Webcast and Slide screens advising the remaining voting time. If you have not submitted your vote, you should do so now.

## Contact us

New Zealand  
T 0800 200 220  
E [meetings@linkmarketservices.co.nz](mailto:meetings@linkmarketservices.co.nz)