

CERTIFICATE OF RETURNING OFFICER AS TO VOTING

I, Melanie Tonkin, Governance and Representation Advisor, of Livestock Improvement Corporation Limited (“Company”) hereby certify as follows:

1. I was authorised by the Board of the Company to receive and count postal, electronic and proxy votes at the Annual Meeting of Shareholders of the Company held on Thursday 12 October 2023 (“Meeting”), and to act as Returning Officer in relation to votes cast on a poll at the Meeting.
2. I appointed Link Market Services Limited (“Link”) to collect together all postal, electronic and proxy votes received by or lodged with the Company in relation to the Meeting.
3. With respect to the postal and electronic votes and the votes cast by way of poll in relation to each resolution to be voted on at the Meeting, Link, on my behalf has collected and counted:
 - (i) The number of Shareholders and their Shares voted in favour of the resolution and the percentage that the votes in favour of the resolution represents of the total votes cast on the resolution; and
 - (ii) The number of Shareholders and their Shares voted against the resolution and the percentage that the votes against the resolution represents of the total votes cast on the resolution.
4. Attached are the results of the counts made as referred to above.

Dated the 12 October 2023

A handwritten signature in blue ink, appearing to be 'MJ Tonkin', written in a cursive style.

MJ Tonkin
Returning Officer



Annual Meeting of Shareholders – 12 October 2023

Postal Voting and Poll Voting Results

1. Approval of LIC Directors' Remuneration

Total Shares voted in favour of the resolution	13,068,881
Total Shareholders voted in favour of the resolution	323
Percentage of votes in favour of the resolution	66.21%
Total Shares voted against the resolution	6,669,759
Total Shareholders voted against the resolution	121
Percentage of votes against the resolution	33.79%

2. Approval of Shareholder Reference Group's Remuneration

Total Shares voted in favour of the resolution	13,395,734
Total Shareholders voted in favour of the resolution	326
Percentage of votes in favour of the resolution	71.50%
Total Shares voted against the resolution	5,340,351
Total Shareholders voted against the resolution	120
Percentage of votes against the resolution	28.50%

3. Reappointment of external Auditor KPMG

Total Shares voted in favour of the resolution	18,322,874
Total Shareholders voted in favour of the resolution	429
Percentage of votes in favour of the resolution	90.01%
Total Shares voted against the resolution	2,034,139
Total Shareholders voted against the resolution	15
Percentage of votes against the resolution	9.99%

4. Election of one Elected Director for the North Island

Duncan Coull	7,165,944
Ken Hames	2,337,929
Mat Hocken	1,579,470
Richard Luxton	5,650,177



5. Election of one Elected Director for the South Island

Tony Miles	4,589,333
Victoria Trayner	5,968,002
Andrew Slater	752,652

6. Ratify Re-Appointment of Sophie Haslem as an Appointed Director

Total Shares voted in favour of the resolution	17,790,240
Total Shareholders voted in favour of the resolution	415
Percentage of votes in favour of the resolution	88.47%
Total Shares voted against the resolution	2,318,466
Total Shareholders voted against the resolution	32
Percentage of votes against the resolution	11.53%

7. Election of two Members of the Shareholder Reference Group for the Upper North Island Territory (one vote per ptpt code)

Shaun Baxter	24
Mark Hooper	36
Thomas Read	14

8. Re-Election of Ian Brown to the Honoraria Committee (one vote per ptpt code)

Total Shares voted in favour of the resolution	478
Total Shareholders voted in favour of the resolution	350
Percentage of votes in favour of the resolution	95.79%
Total Shares voted against the resolution	21
Total Shareholders voted against the resolution	20
Percentage of votes against the resolution	4.21%

9. Re-Election of Gordon Glentworth to the Honoraria Committee (one vote per ptpt code)

Total Shares voted in favour of the resolution	474
Total Shareholders voted in favour of the resolution	342
Percentage of votes in favour of the resolution	95.18%
Total Shares voted against the resolution	24
Total Shareholders voted against the resolution	34
Percentage of votes against the resolution	4.82%

10. Delegations of Authority

Total Shares voted in favour of the resolution	19,454,190
Total Shareholders voted in favour of the resolution	425
Percentage of votes in favour of the resolution	97.49%
Total Shares voted against the resolution	499,858
Total Shareholders voted against the resolution	18
Percentage of votes against the resolution	2.51%

11. Governance amendments

Total Shares voted in favour of the resolution	18,205,040
Total Shareholders voted in favour of the resolution	418
Percentage of votes in favour of the resolution	92.19%
Total Shares voted against the resolution	1,542,455
Total Shareholders voted against the resolution	25
Percentage of votes against the resolution	7.81%

12. Administrative updates

Total Shares voted in favour of the resolution	19,388,768
Total Shareholders voted in favour of the resolution	422
Percentage of votes in favour of the resolution	96.41%
Total Shares voted against the resolution	721,157
Total Shareholders voted against the resolution	20
Percentage of votes against the resolution	3.59%

Note: Percentages based on votes cast in favour, votes cast against, abstentions cast and blank voting forms returned.