

**OFF-MARKET TRANSFER FORM** For instructions on completion please see overleaf

For the consideration stated below the "Transferor(s)" named below do hereby transfer to the "Transferees(s)" named below the Securities specified below subject to the several conditions on which the said Securities are now held by the Transferor(s) and the Transferee(s) do hereby accept and hold the said Securities subject to the conditions aforesaid.

(1)

FULL NAME  
OF ISSUER OF  
SECURITIES

(2)

FULL  
DESCRIPTION OF  
SECURITIES

(3)

NUMBER TO  
BE TRANSFERRED

(4)

**SELLER  
(TRANSFEROR)**  
FULL NAME  
IN CAPITALS

4(a)

HOLDER NUMBER

F.I.N.

(5)

CONSIDERATION

(7)

**BUYER  
(TRANSFEREE)**  
FULL NAME  
AND ADDRESS  
IN CAPITALS

HOLDER NUMBER (if known)

DATE OF EXECUTION \_\_\_\_\_ day of \_\_\_\_\_ 20 \_\_\_\_\_

(8)

**SIGNED BY THE TRANSFEROR IN THE PRESENCE OF**

\_\_\_\_\_  
Signature of Witness

ADDRESS \_\_\_\_\_

\_\_\_\_\_  
Signature of **Transferor** (Seller)

**SIGNED BY THE TRANSFEROR IN THE PRESENCE OF**

\_\_\_\_\_  
Signature of Witness

ADDRESS \_\_\_\_\_

\_\_\_\_\_  
Signature of **Transferor** (Seller)

**SIGNED BY THE TRANSFEREE IN THE PRESENCE OF**

\_\_\_\_\_  
Signature of Witness

ADDRESS \_\_\_\_\_

\_\_\_\_\_  
Signature of **Transferee** (Buyer)

**SIGNED BY THE TRANSFEREE IN THE PRESENCE OF**

\_\_\_\_\_  
Signature of Witness

ADDRESS \_\_\_\_\_

\_\_\_\_\_  
Signature of **Transferee** (Buyer)

**INSTRUCTIONS ON COMPLETING THE FORM**

A separate transfer form is required for each class of security to each buyer (transferee).

- (1) Complete the full name of the Company.
- (2) Enter the full description of securities (e.g. Ordinary Shares).
- (3) Enter the number of securities to be transferred to the buyer/s (transferee/s).
- (4) Enter the full name/s of the seller/s (transferor/s) and the holder number as shown on Share Certificates, Dividend Statements and/or FASTER Transaction Statements.
- (5) In the case of securities listed on the NZ Stock Exchange and for which no certificates are issued, enter the FIN (Faster Identification Number) which has been issued to authorise the sale/transfer of securities. If the seller does not wish to divulge the FIN to other parties by entering it on the form, the purchaser should be asked to sign and witness the form before the FIN is entered or arrangements should be made with the Share Registry to convey the FIN to them by other means.
- (6) Against 'Consideration' enter the amount being paid for the securities or state "gift", "nil", or "no change in beneficial ownership".
- (7) Enter the full name/s and address of the buyer/s (transferee/s).

Note that under Sec 92 of the Companies Act 1993, securities may not be registered into the name of a Trust (unless it is a Registered Charitable Trust, and documented evidence is produced to our office for noting). In the case of other trusts, shares must be registered in the name/s of the trustee/s. The word 'Trust' must not be used in any part of the registered name or address.

- (8) The transfer form must be signed by the seller/s (transferor/s), dated and witnessed. All joint holders must sign. The form need only be signed by the buyer/s (transferee) if the transfer imposes an obligation on the buyer, as in the case of partly-paid shares.
- (9) If the form is being signed under a Power of Attorney, the certificate of Non-Revocation below should also be completed.

The completed transfer form should then be forwarded to the Share Registry together with the valid certificates, where applicable. Any balance will be issued back to the seller/s (transferor/s), as a certificate or as a transaction on a FASTER statement.

**CERTIFICATE OF NON-REVOCATION OF POWER OF ATTORNEY**

I, .....

of, .....

HEREBY CERTIFY

1. THAT I am the **Attorney** of .....  
under and by virtue of a **Power of Attorney** dated the ..... day of .....  
20....., given to me by him (her/them).

2. THAT I have executed the transfer of securities printed on the face hereby as **Attorney** under the said **Power of Attorney** and pursuant to the powers thereby conferred upon me.

3. THAT I have not received any notice or information of the revocation of the said **Power of Attorney** by death or otherwise and I believe the same to be in full force and effect.

SIGNED at .....

this ..... day of ..... 20.....

SIGNATURE .....