



Lodge your Proxy Voting Form



Online
www.investorvote.co.nz



By Mail
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By Email
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The **2021 Annual Shareholder Meeting of Genesis Energy Limited** will be held on **Friday 29 October 2021 at 10.00am** on a **virtual-only basis through Computershare's Virtual Meeting Platform** <https://meetnow.global/nz>.

Voting Proxy Form



www.investorvote.co.nz

Lodge your proxy online, 24 hours a day, 7 days a week:

Your secure access information

Control Number:

CSN/Shareholder Number:

PLEASE NOTE: You will need your CSN/Shareholder Number and postcode or country of residence (if outside New Zealand) to securely access InvestorVote and then follow the prompts to appoint your proxy.

Smartphone?

Scan the QR code to vote now.



For your proxy to be effective it must be received by **10:00am (NZST) Wednesday, 27 October 2021.**

Voting - General

You are entitled to one vote for every fully paid share in Genesis Energy Limited held at 5pm on 26 October 2021.

Options on How to Vote

Option 1 - Attend the Meeting

All shareholders are able to attend, vote and participate in the Annual Shareholder Meeting online via an internet connection using a computer, laptop, tablet or smartphone. For further details see the Virtual Meeting Guide enclosed. If a representative of a corporate security holder or proxy is to attend the Meeting, they may need to provide evidence of your authorisation to act prior to admission.

Option 2 - Appointment of Proxy (refer to Steps 1 & 2 over the page or go to www.investorvote.co.nz)

If you do not plan to attend the Meeting, you may appoint a proxy of your choice by either lodging your Proxy's preferences online at www.investorvote.co.nz or by completing this form over the page and mailing it in the enclosed pre-paid envelope. A proxy need not be a shareholder of Genesis Energy. If you appoint a proxy, that person is entitled to attend the Meeting to represent your interests and must attend the Meeting for your vote to be counted. Should you wish to direct the proxy how to vote, the boxes over the page should be completed for the Resolutions presented in Step 2 or you can lodge your proxy preferences online. If you mark the "Proxy's Discretion" box for a Resolution, you are directing your proxy to vote as he or she thinks fit on your behalf in respect of that Resolution. If you return your Proxy Voting Form without directions on a Resolution, the vote for that Resolution will be treated as if you have ticked "Proxy's Discretion" and your proxy will exercise his/her discretion as to whether to vote and, if so, how.

If you wish, you may appoint the Chairman of the Meeting, or any other Director as your proxy. To do this, enter 'the Chairman' or the Director's name in the space allocated in Step 1 over the page or online. **If, in appointing your proxy, you do not name a person to be your proxy, the Chairman of the Meeting will be your proxy and will vote in accordance with your express directions.**

The Chairman of the Meeting and the Directors intend to vote proxies marked "Proxy's Discretion" in favour of Resolutions 1 and 2, except Barbara Chapman and James Moulder will abstain from voting any discretionary proxies given to them relating to their own re-election.

Voting Restrictions

In accordance with NZX Listing Rule 6.3.1, Genesis Energy will disregard any votes cast in favour of Resolution 3 by any Director and any of their respective Associated Persons (as that term is defined in the NZX Listing Rules), other than where the vote is cast by a Director or any of their respective Associated Persons as proxy for a person who is entitled to vote on Resolution 3 and in accordance with their express directions on this Proxy Voting Form to vote on Resolution 3.

Signing Instructions for the Proxy Voting Form

Individual

Where a shareholder is an individual, this Proxy Voting Form must be signed by the shareholder or his or her duly authorised attorney.

Joint Shareholding

In the case of joint shareholding, this Proxy Voting Form must be signed by at least one joint shareholder (or his or her duly authorised attorney) on behalf of all joint shareholders.

Companies

Where the shareholder is a company or corporate shareholder, this Proxy Voting Form must be signed by a duly authorised officer or attorney of the company or corporate shareholder.

Trusts

Where a shareholder is a trust, this Proxy Voting Form must be signed by at least one trustee of the trust in accordance with the relevant trust deed (using the rules for an individual or a company, depending on whether the trustee is an individual or a company).

Partnerships

Where a shareholder is a partnership, this Proxy Voting Form must be signed by at least one partner of the partnership in accordance with the rules governing the partnership (using the rules for an individual or a company, depending upon whether the partner is an individual or a company).

Power of Attorney

If this Proxy Voting Form has been 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 Voting Form, unless it has already been noted by Genesis Energy or Computershare Investor Services Limited.

Body Corporate

A Body Corporate may appoint a representative on its behalf in the same manner as if it were appointing a proxy.

Turn over to complete the Proxy Voting Form

STEP 1: Appoint a Proxy to Vote on Your Behalf

I/We being a shareholder/s of **Genesis Energy Limited** ("Company")

hereby appoint _____ of _____
(name of proxy) (address)

or failing that person _____ of _____
(name of proxy) (address)

as my/our proxy to act generally at the Meeting on my/our behalf and to vote in accordance with the following directions at the **2021 Annual Shareholder Meeting of Genesis Energy Limited to be held on Friday 29 October 2021 commencing at 10am on Computershare's Virtual Meeting Platform <https://meetnow.global/nz>** and at any adjournment of that Meeting.

STEP 2: Items of Business - Voting Instructions/Ballot Paper

Please note: If you mark the Abstain box for an item, you are directing your proxy not to vote on your behalf and your votes will not be counted in computing the required majority.

Ordinary Business	For	Against	Abstain	Proxy's Discretion
Resolution 1 That Barbara Chapman be re-elected as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 That James Moulder be re-elected as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 That the annual total pool for Directors' remuneration be increased by \$132,950, from \$940,000 to \$1,072,950, with the increase taking effect from 1 November 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please read the Explanatory Notes and the Procedural Notes and Other Information in the notice of meeting for further information in relation to the above resolutions.

If your proxy is not the Chair of the Meeting or any other director of the Company, 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):** _____

Signature of Shareholder(s) This section must be completed.

Shareholder 1

or Sole Director/Director

Shareholder 2

or Director (if more than one)

Shareholder 3

Contact Name _____ Contact Daytime Telephone _____ Date _____

