



LODGE YOUR PROXY

Online:

<https://investorcentre.linkmarketservices.co.nz/voting/ENS>

Scan & email:

meetings@linkmarketservices.co.nz

Mail:

Fax: +64 9 375 5990

Use the enclosed reply paid envelope or address to :
Link Market Services
PO Box 91976
Auckland 1142

Deliver:

Link Market Services
Level 11, Deloitte Centre,
80 Queen Street, Auckland 1010

Scan this QR code with your smartphone and vote online



General Enquiries

+64 9 375 5998

enquiries@linkmarketservices.com

PROXY FORM FOR THE 2018 ANNUAL MEETING

The Enprise Group Limited Annual Meeting of Shareholders will be held at Level 2, 16 Hugo Johnston Drive, Penrose, Auckland on Wednesday 26 September 2018 commencing at 11:00 am (Auckland Time).

APPOINTMENT OF PROXY

If you are a shareholder entitled to attend and vote at the Annual Meeting, you are entitled to appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead of you. This Proxy Form may be completed online, mailed, delivered, faxed or scanned and emailed in accordance with the instructions above.

A proxy can be any person of your choice and does not have to be a shareholder of Enprise Group Limited. If you wish you can appoint the Chairman of the Meeting as your proxy. The Chairman will vote in accordance with your instructions. If you return this form without appointing a proxy, your Proxy Form will be invalid.

VOTING OF YOUR HOLDING

Direct your proxy how to vote by making the appropriate election in respect of each item of resolutions. If you elect "proxy discretion" on any resolution, you are directing your proxy or representative to decide how to vote on that resolution on your behalf. If you elect "abstain" box on any resolution, you are directing your proxy or representative not to vote on that resolution. If you make more than one election in respect of a resolution your vote will be invalid on that resolution. If you return this form without directing the proxy how to vote on any particular matter, the proxy may vote as he/she thinks fit or abstain from voting.

PROXY DISCRETION

If you appoint the Chairman of the Meeting or any other Director as your proxy and also elect "proxy discretion", you acknowledge that they may exercise your vote even if they have an interest in the outcome of that resolution. The Chairman of the Meeting and the Directors intend to vote all discretionary proxies in favour of all resolutions.

ATTENDING THE MEETING

If you wish to attend and vote at the meeting, please bring this Proxy Form with you to the meeting to assist with your registration.

SIGNING INSTRUCTIONS FOR PROXY FORMS

Individual

Where the holding is in one name, the security holder must sign.

Joint holding

Where the holding is in more than one name, all of the security holders should sign.

Company

This Proxy Form must be signed by a duly authorised officer or attorney. Persons who sign on behalf of a company must be acting with the company's express or implied authority.

Power of Attorney

If this Proxy Form has been signed by an attorney, a copy of the power of attorney under which it was signed (if not previously provided to the Registrar), and a signed certificate of non-revocation of the power of attorney must accompany this Proxy Form.

For your proxy to be effective it must be lodged with Link Market Services by no later than **11:00am, Monday 24 September 2018 (Auckland Time)**.

Go online to <https://investorcentre.linkmarketservices.co.nz/voting/ENS> to appoint your proxy, or turn over to complete the form.

PROXY/CORPORATE REPRESENTATIVE FORM

STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

I / We being a shareholder(s) of Enprise Group Limited

hereby appoint _____ of _____

or failing him/her _____ of _____

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 Annual Meeting of Shareholders of Enprise Group Limited to be held at Level 2, 16 Hugo Johnston Drive, Penrose, Auckland on Wednesday 26 September 2018 commencing at 11.00 am (NZST) and at any adjournment of that meeting.

STEP 2: ITEMS OF BUSINESS – PROXY VOTING INSTRUCTIONS

ORDINARY RESOLUTIONS	FOR	AGAINST	ABSTAIN	PROXY DISCRETION
1. That Lindsay Phillips, who retires by rotation in accordance with clause 7.7 of the Company's Constitution, and having offered himself for re-election and being eligible, is re-elected as a Non-Executive Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. That Ronald Baskind, be elected as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. That, for the purposes of section 207S of the Companies Act 1993 (NZ), the Directors be authorised to fix the Auditor's remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

And to vote on any resolution to amend the resolutions, on any resolution so amended, and on any other resolution proposed at the meeting (or any adjournment thereof). Unless otherwise instructed as above, the proxy will vote as he/she thinks fit. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

STEP 3: SHAREHOLDER QUESTIONS

Shareholders present at the Annual Meeting will have the opportunity to ask questions during the meeting. If you cannot attend the Annual Meeting but would like to ask a question you can submit a question online by going to <https://investorcentre.linkmarketservices.co.nz/voting/ENS> and completing the online validation process OR complete the question section below and return to Link Market Services in the reply paid envelope enclosed. Questions will need to be submitted by Monday 24 September 2018. The Board will address and answer questions at the Annual Meeting.

Question:

SIGN: SIGNATURE OF SECURITY HOLDER(S) This section must be completed.

Security Holder 1

Security Holder 2

Security Holder 3

or duly authorised officer or attorney

or duly authorised officer or attorney

or duly authorised officer or attorney

Contact Name _____ Contact Daytime Telephone _____ Date _____

Electronic Investor Communications:

If you received the Notice of Meeting & Proxy by mail and wish to receive your future investor communications by email please provide your email address below.