serko

Space and position for name and address

LODGE YOUR PROXY

Online
vote.cm.mpms.mufg.com/SKO

Scan & email
meetings.nz@cm.mpms.mufg.com

Mail
Use the enclosed reply paid envelope or address to:
MUFG Pension & Market Services
PO Box 91976
Auckland 1142

Scan this QR code with your smartphone and vote online

General Enquiries

Email
enquiries.nz@cm.mpms.mufg.com

Phone
+64 9 375 5998

Proxy Form for Serko Limited 2026 Special Shareholders Meeting

The Special Shareholders Meeting of Serko Limited (**Serko** or **Company**) will be held online via the MUFG Pension & Market Services virtual meeting platform at www.virtualmeeting.co.nz/skosm26 at 10.00am (New Zealand time) on Monday 24 August 2026. If you will be attending online, you will require your Holder Number for verification purposes.

If you do not plan to attend the meeting virtually but wish to appoint a proxy you can do so online at vote.cm.mpms.mufg.com/sko. Alternatively, please complete the reverse of this form and return the form intact to MUFG Pension & Market Services. All Proxy Forms must be received by no later than **10.00am** (New Zealand time) **Saturday 22 August 2026**, being 48 hours before the commencement of the Special Shareholders Meeting.

Monday 24 August 2026 at 10:00am (New Zealand time)

www.virtualmeeting.co.nz/skosm26

CSN/Holder Number: <CSN/Holder Number>

Barcode

Appointment of proxy

If you are entitled to vote at the meeting, you may appoint a proxy to attend the meeting and vote on your behalf, unless specifically excluded. If you appoint a proxy, you may still attend the meeting (but will not be able to vote if your proxy also attends the meeting). The proxy need not also be a shareholder. If you wish, you may appoint "The Chair of the Meeting" or any director as your proxy or as alternative to your named proxy. The Chair and directors intend to vote all discretionary proxies in favour of Resolutions 1 and 2 even if they have an interest in any of the Resolutions (subject to any restrictions contained in the NZX Listing Rules).

Voting of your holding

Direct your proxy how to vote by making the appropriate election, either online or on this Proxy Form, in respect of each 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. If you make more than one election in respect of a Resolution your vote will be invalid on that Resolution. If this Proxy Form is returned duly signed by a Shareholder with voting instructions included, but without specifying a person that is appointed as proxy, or your named proxy does not attend the meeting, the Chair of the Meeting is deemed to be the proxy for the purpose of that form, but only to vote to the extent of the voting instructions provided.

Voting Restrictions

Pursuant to NZX Listing Rule 6.3.1, each recipient of the EDSTI and ELTI grants, Strategic Capability Grants and their Associated Persons will be prohibited from voting any shares they hold on Resolution 1. This includes Darrin Grafton, Robert (Bob) Shaw and their respective Associated Persons.

Serko will disregard any discretionary proxies on Resolution 1 given to those individuals or any of their Associated Persons and also any votes they cast on Resolution 1. However, Serko will not disregard a vote if it is cast by such person as a proxy for a person not disqualified from voting on Resolution 1 in accordance with that person's express instructions to vote for or against the Resolution.

Attending the meeting

If you plan to attend the meeting virtually, you will be able to join the meeting via the MUFG Pension & Market Services meeting platform at www.virtualmeeting.co.nz/skosm26. You will require your Holder Number for verification purposes.

A corporation may appoint a person as its representative to attend and vote at the Meeting in the same manner as that in which it could appoint a proxy. That person need not also be a shareholder.

Signing instructions for this form

Individual
Where the holding is in one name, the shareholder must sign the Proxy Form.

Joint Holding
Where the holding is in more than one name, at least one joint shareholder should sign this form (on behalf of all joint shareholders). If different joint shareholders purport to appoint different proxies, the vote of the proxy appointed by the first named joint shareholder shall apply.

Power of Attorney
If this Proxy Form has been signed under a power of 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.

Corporate Shareholder
In the case of a corporate shareholder, a duly authorised officer or director must sign this Proxy Form. Persons who sign on behalf of a corporate shareholder must be acting with that corporate shareholder's express or implied authority.

Go online to vote.cm.mpms.mufg.com/SKO to appoint your proxy

CSN/Holder Number: 123456789

Barcode

Step 1	Appoint a Proxy / Corporate Representative

I/We being a shareholder/s of Serko Limited hereby appoint*:

Name	Email Address

or failing him/her:

Name	Email Address

as my/our proxy to vote for me/us on my/our behalf at the Special Shareholders Meeting of the Company to be held online via the MUFG Pension & Market Services meeting platform at www.virtualmeeting.co.nz/skosm26 on **Monday 24 August 2026** commencing at **10.00am** (New Zealand time), and at any adjournment of that meeting, and to vote as my/our proxy thinks fit (to the extent permitted by law and the NZX Listing Rules) on any resolutions to amend any of the Resolutions, or any Resolution so amended and on any other resolution proposed at the Special Shareholders Meeting (or any adjournment thereof) so as to give effect to my/our intention as set out below where possible.

*If you do not name a person as your proxy, but otherwise complete the Proxy Form in full, or your named proxy does not attend the Special Shareholders Meeting, the Chair of the Meeting will be appointed your proxy and may only vote in accordance with your express direction.

Step 2	Items of Business – Voting Instructions

Instruct a proxy to vote by placing a tick in the relevant box. If you have appointed a proxy and want him/her to decide how to vote on each resolution, tick the box "Proxy Discretion". Please note for each Resolution you must tick one box.

To consider and, if thought fit, pass the following ordinary resolutions:	FOR	AGAINST	ABSTAIN	PROXY DISCRETION
1. **Resolution 1 – FY26 Executive Incentives**: That in accordance with Listing Rule 4.2.1, the Company be authorised to issue up to 2,146,013 Restricted Share Units for executive incentive awards under the Executive Deferred Short-Term Incentive and Executive Long-Term Incentive schemes.				
2. **Resolution 2 – Strategic Capability Grants**: That in accordance with Listing Rule 4.2.1, the Company be authorised to issue up to 2,000,000 Restricted Share Units as Strategic Capability Grants.				

Step 3	Shareholder Questions

Shareholders attending the Special Shareholders Meeting will have the opportunity to ask questions during the meeting. If you cannot attend the Special Shareholders Meeting but would like to ask a question, you can submit a question online by going to vote.cm.mpms.mufg.com/SKO and completing the online validation process or complete the question section below and return to MUFG Pension & Market Services in the envelope enclosed. Questions will need to be submitted by **10.00am** on **Saturday 22 August 2026**. The Board will endeavour to address and answer questions at the Special Shareholders Meeting.

Question:

Step 4	Signature of Shareholder(s) ***This section must be completed***

Shareholder 1 or duly authorised officer or attorney	Shareholder 2 or duly authorised officer or attorney	Shareholder 3 or duly authorised officer or attorney
Contact Name	Contact Daytime Telephone	Date

Electronic Investor Communications

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