

Annual Meeting of Shareholders - Thursday, 11 November 2010, at 2:00pm

SECTION 1: ADMISSION CARD

Rendezvous Hotel
Corner Mayoral Drive and Vincent Street, Auckland.

If you propose to ATTEND the Meeting:

Bring this Admission Card, Proxy Form and Voting Instructions/ Voting Paper intact.

If you do NOT propose to ATTEND the Meeting but wish to be represented by proxy:

Complete the Proxy Form and Voting Instruction/Voting Paper sections below, detach this Admission Card and fold the form as indicated, seal and mail it to the Company's Share Registrar (see over for mailing/delivery instructions).

Common Shareholder No (CSN):

TEAR

SECTION 2: PROXY FORM (for use if you are unable to attend the meeting)

Common Shareholder No. (CSN)

No. of Voting Securities

I/We

being a Shareholder/Shareholders of HELLABY HOLDINGS LIMITED

hereby appoint* _____

or, failing him/her _____

as my/our proxy to vote for me/us on my/our behalf at the 2010 Annual Meeting of Shareholders of the Company to be held on Thursday 11 November 2010 at the Rendezvous Hotel, corner of Mayoral Drive and Vincent Street, Auckland, New Zealand commencing at 2:00pm and at any adjournment thereof.

*If you wish, you may appoint as your proxy "The Chairman of the Meeting".

Unless otherwise instructed, the proxy will vote as he or she thinks fit. Should you wish to direct the proxy how to vote, please indicate with a (✓) in the appropriate boxes below.

SECTION 3: VOTING INSTRUCTIONS/VOTING PAPER

This part of the form can be used either as voting instructions for a proxy or as a voting paper at the meeting (if a poll is called). This form is to be used to vote as follows on the following resolutions.

TICK (✓) IN BOX TO RECORD YOUR VOTE

IN FAVOUR	AGAINST	PROXY DISCRETION ¹	ABSTAIN ²
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Annual Report:

To receive and consider the financial statements and the auditors' report for the year ended 30 June 2010.*

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Ordinary Business:

Resolution 1 To re-elect Mr PA Byrnes as a Director.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Resolution 2 To re-elect Mr JM Sclater as a Director.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Resolution 3 To authorise the Directors to fix the fees and expenses of the Company's auditors.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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*Under the Companies Act 1993 it is not necessary for Shareholders to formally resolve to adopt the Annual Report.

1 If you tick the "Proxy discretion" box for a particular resolution, you are directing your proxy to decide how to vote on that resolution on your behalf.

2 If you tick the "Abstain" box for a particular resolution, you are directing your proxy not to vote on that resolution. If a proxy does not vote on your behalf on a resolution, your votes will not be counted when calculating a majority for that resolution.

Signed this _____ day of _____ 2010.

Signature/s _____

Notes:

- 1 For your vote to be counted, completed proxy forms must be lodged at the office of the Company's Share Registrar, Computershare Investor Services Limited, at either Private Bag 92119, Auckland Mail Centre, Auckland 1142, New Zealand or at Level 2, 159 Hurstmere Road, Takapuna, North Shore City, Auckland, New Zealand not later than 2:00pm on 9 November 2010.
- 2 A proxy can be any person of the Shareholder's choice and does not have to be a Shareholder. If you wish, you can appoint the Chairman of the Meeting as your proxy. If the form is returned without a direction as to how the proxy shall act on a resolution the proxy will exercise the proxy's discretion as to whether to vote and, if so, how. If a proxy is a "disqualified person" for the purposes of the NZSX Listing Rules in respect of a resolution, neither that proxy nor any of that proxy's associated persons may vote any undirected proxies on that resolution.
3. All joint holders must sign. A corporation may sign under the hand of a duly authorised officer. If the form is signed under power of attorney a certificate of non-revocation must be completed and the power of attorney also forwarded, unless it has already been noted by the Company.

TEAR

FreePost Authority Number 2888



NO POSTAGE REQUIRED
IF POSTED IN NEW ZEALAND

The Share Registrar
Hellaby Holdings Limited
C/- Computershare Investor Services Ltd
Private Bag 92119
Auckland 1142

FOLD

MAILING/DELIVERY INSTRUCTIONS	
1.	If mailing Proxy Form from within New Zealand , use this Proxy Form as a reply paid envelope by following the directions below: i Tear off Admission Card ii Fold along line indicated iii Seal with tape.
2.	If mailing Proxy Form from outside New Zealand , place Proxy Form in an envelope and affix the necessary postage from the country of mailing. Address to: The Share Registrar Hellaby Holdings Limited C/- Computershare Investor Services Limited Private Bag 92119 Auckland 1142 New Zealand
3.	If delivering Proxy Form by hand or by courier , the physical street address of the Company's Share Registrar is Computershare Investor Services Limited, Level 2, 159 Hurstmere Road, Takapuna, North Shore City, Auckland, New Zealand.

TO MAIL, FOLD AND SEAL WITH TAPE