

Market Release | 11 September 2024

Auckland Airport 2024 Annual Meeting

Investors are invited to join Auckland Airport's 2024 Annual Shareholder's Meeting, to be held at 10.00am on 17 October 2024 at Eden Park, 42 Reimers Avenue, Kingsland, Auckland.

Notice of Meeting and Proxy Form

Please see attached Auckland International Airport Limited's Notice of Meeting and Proxy Form.

The Notice of Meeting and Proxy Form will be emailed to shareholders who have provided the company's share registrar with an email address and mailed in hard copy where the share registrar does not have an email address. Electronic copies of the documents are also available on the company's website,

<https://corporate.aucklandairport.co.nz/investors/annual-meeting>.

Webcast link

The annual meeting will also be broadcast live on the internet via webcast link. To access the webcast link, go to www.virtualmeeting.co.nz/aia24 and follow the instructions. You will need your shareholder number found on your Proxy Form, for verification purposes.

The webcast will be archived and available on the Auckland Airport website following the event.

For more information about virtual attendance, including how to vote and ask questions, please refer to the [MUFG_VirtualMeetingGuide.pdf \(linkinvestorservices.co.nz\)](#) Virtual Annual Meeting Online Portal Guide, also attached to this announcement.

ENDS

For more information:

Investors:

Chief Financial Officer

Stewart Reynolds

+64 27 511 9632

stewart.reynolds@aucklandairport.co.nz

Media:

Head of Corporate Affairs

Libby Middlebrook

libby.middlebrook@aucklandairport.co.nz

+6421 989 908

Notice of Annual Meeting

Notice is hereby given that the 2024 annual meeting of the shareholders of Auckland International Airport Limited is to be held at Eden Park, 42 Reimers Ave, Kingsland, Auckland and online at www.virtualmeeting.co.nz/aia24 on Thursday, 17 October 2024 commencing at 10.00 am.



Thursday, 17 October 2024 commencing at 10.00am

To participate online please go to
www.virtualmeeting.co.nz/aia24

Business

A. Chair's Address

B. Chief Executive's Address

C. Financial statements and reports: To receive and consider the financial statements of the Company for the year ended 30 June 2024 together with the directors' and auditor's reports to shareholders.

D. Ordinary Resolutions: To consider, and if thought fit, to pass, the following ordinary resolutions (which require the approval of a simple majority of the votes of those shareholders entitled to vote and voting on the resolution):

- 1. Election of Grant Devonport:** That Grant Devonport, who has been nominated by the Board to stand as a director, be elected as a director of the Company (see explanatory note).
- 2. Re-election of Mark Binns:** That Mark Binns, who retires and who is eligible for re-election, be re-elected as a director of the Company (see explanatory note).
- 3. Re-election of Dean Hamilton:** That Dean Hamilton, who retires and who is eligible for re-election, be re-elected as a director of the Company (see explanatory note).
- 4. Re-election of Tania Simpson:** That Tania Simpson, who retires and who is eligible for re-election, be re-elected as a director of the Company (see explanatory note).
- 5. Auditor:** That the directors be authorised to fix the fees and expenses of the auditor.

E. Other business: To consider any other matters that may lawfully be considered at the meeting.

By order of the Board.



Louise Martin, Company Secretary
11 September 2024

Attending the meeting

Shareholders attending the Annual Meeting will be provided a poll card at registration for voting purposes.

Other participation methods: Auckland International Airport will enable shareholders to attend and participate in the Annual Meeting without being physically present at the meeting, by attending the meeting online.

Online participation: Shareholders can participate in the Annual Meeting virtually using an online platform provided by our share registrar, MUFG Corporate Markets at: www.virtualmeeting.co.nz/aia24. Shareholders attending the Annual Meeting virtually will be able to vote and ask questions. Please note, if you will be participating online you will require your shareholder number, found on your Proxy Form, for verification purposes.

More information regarding online attendance at the Annual Meeting (including how to vote and ask a question) is available in the virtual meeting guide: https://bcast.link/investorservices.co.nz/MUFG/MUFG_VirtualMeetingGuide.pdf

Explanatory notes

Proxy vote: A shareholder entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of the shareholder. The proxy need not be a shareholder. The Chair of the meeting is willing to act as proxy for any shareholder who wishes to appoint the Chair for that purpose. If you appoint the Chair and you do not indicate how the Chair should vote, the Chair will vote in favour of the resolutions, unless the Chair is specifically excluded from voting on a particular resolution.

To be effective, the proxy form must be received at the registered office of the Company or by the share registrar of the Company, MUFG Corporate Markets, Level 30, PwC Tower, 15 Customs Street West, Auckland, New Zealand, by mail to PO Box 91976, Auckland 1142, New Zealand, or by email not later than 48 hours before the start of the meeting in accordance with the instructions on the proxy form.

A corporate shareholder may appoint a person to attend the meeting as its representative in the same manner as it could appoint a proxy.

Shareholder motions: The only matters being discussed and voted on at the Meeting are the Resolutions contained in this Notice of Meeting. No motions will be allowed from the floor.

Ordinary Resolution 1. Election of Director

Grant Devonport is standing for election as a director.

The Board unanimously recommends that shareholders vote in favour of the election of Grant Devonport. He is considered by the Board to be an independent director.

A brief biographical note of Grant Devonport is set out below.



Biography

Grant Devonport is an experienced Chief Financial Officer and transformational leader with over 25 years of multinational experience.

He was recently the Chief Financial Officer of Australia Pacific Airports Corporation which owns Melbourne Airport and Launceston Airports, retiring at the end of January 2024.

He is currently a non-executive director of MOVE Logistics Group Limited, and is the Chair of the Risk and Audit Committee at MOVE Logistics Group.

Ordinary Resolution 2. Re-election of Director

Mark Binns is a director retiring in 2024. Mark Binns, being eligible for re-election, offers himself for re-election.

The Board unanimously recommends that shareholders vote in favour of the re-election of Mark Binns. He is considered by the Board to be an independent director.

A brief biographical note of Mark Binns is set out below:



Term of Office

Appointed as a director 31 October 2018

Board Committees

Infrastructure Development Committee (Chair)
People, Capability and Iwi Committee

Biography

Mark Binns was appointed as a director of the Company in 2018.

Mark is knowledgeable across various sectors, previously being CEO at Meridian Energy Ltd from 2012 to 2017, during which he prepared the company for New Zealand's largest IPO, and the Chief Executive of the infrastructure division of Fletcher Building Limited, being involved in construction and heavy building materials, during a career with the company over 22 years.

Mark brings governance experience being the Chair of Crown Infrastructure Partners Limited and Hynds Limited. He is a director of Mercury Energy Limited and is also a director of the trustee company for the Fletcher Building Retirement Plan.

Ordinary Resolution 3. Re-election of Director

Dean Hamilton is a director retiring in 2024. Dean Hamilton, being eligible for re-election, offers himself for re-election.

The Board unanimously recommends that shareholders vote in favour of the re-election of Dean Hamilton. He is considered by the Board to be an independent director.

A brief biographical note of Dean Hamilton is set out below:



Term of Office

Appointed as a director 31 October 2018

Board Committees

Aeronautical Pricing Committee (adhoc Committee) (Chair)
Audit and Financial Risk Committee
Safety, Sustainability and Operational Risk Committee

Biography

Dean Hamilton was appointed as a director of the Company in 2018.

Dean has significant CEO and financial markets experience, most recently being the CEO of Silver Fern Farms Ltd where he led the business through a period of significant change and improvement in financial performance.

Dean has 12 years experience at Deutsche Bank working in both Australia and New Zealand where he advised a wide range of companies on M&A, capital management, corporate restructuring and capital raising. Dean brings experience at running a large organisation with a wide range of stakeholders as well as a deep understanding in finance and capital markets.

Dean is the Chair of Fulton Hogan and Executive Chair of Ryman Healthcare Limited. He is also a director of The Warehouse Group Limited and Tappenden Holdings Limited.

Ordinary Resolution 4. Re-election of Director

Tania Simpson is a director retiring in 2024. Tania Simpson, being eligible for re-election, offers herself for re-election.

The Board unanimously recommends that shareholders vote in favour of the re-election of Tania Simpson. She is considered by the Board to be an independent director.

A brief biographical note of Tania Simpson is set out below:



Term of Office

Appointed as a director 31 October 2018

Board Committees

People, Capability and Iwi Committee (Chair)

Safety, Sustainability and Operational Risk Committee

Biography

Tania Simpson was appointed as a director of the Company in 2018.

Tania's background includes 14 years as a director of Mighty River Power from its beginning as a state owned enterprise through to its successful listing in 2013.

Tania is known for her work within Māori communities. Her experience includes time spent as a Māori Advisory Officer for the Housing Corporation of NZ before moving into central government as a Senior Policy Analyst on housing policies. She has also helped negotiate agreements for Māori communities and has worked on a number of Treaty claim and settlements.

Tania is the deputy chair of the Waitangi National Trust. She is also a director of Tainui Group Holdings Ltd, Meridian Energy Limited, Tui TopCo Limited (Waste Management NZ Limited) and Ukaipo Limited. Tania is a member of the Waitangi Tribunal.

Ordinary Resolution 5. Auditors

Deloitte is automatically reappointed auditor under section 207T of the Companies Act 1993. This resolution authorises the Board to fix the fees and expenses of the auditor as required by section 207S of the Companies Act 1993.

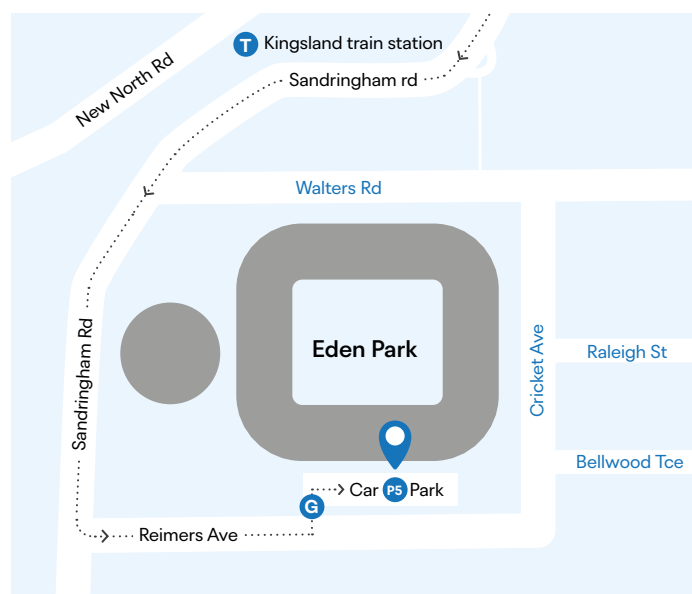
How to get there

Directions to Eden Park from the Southern Motorway:

- ▶ Take the Khyber Pass Road exit and continue until you reach Symonds Street (750m).
- ▶ Turn left onto Symonds Street (160m) keep right and continue onto New North Road (500m).
- ▶ Stay on New North Road (900m) then take a slight left onto Sandringham Road (850m).
- ▶ Turn left onto Reimers Ave (400m).
- ▶ Entry and parking is available in Car Park P5 off Reimers Avenue, please enter via Gate G.

The closest train station is Kingsland train station.

Eden Park location



LODGE YOUR PROXY

Online:

vote.linkmarketservices.com/AIA

Scan & email:

meetings@linkmarketservices.co.nz

Deliver:

MUFG Corporate Services
Level 30, PwC Tower,
15 Customs Street West,
Auckland 1010

Mail:

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

Vote Online

Scan this QR code



General Enquiries

+64 9 375 5998 | enquiries@linkmarketservices.com

PROXY FORM/ADMISSION CARD FOR AUCKLAND AIRPORT'S 2024 ANNUAL MEETING

The Annual Meeting of Auckland International Airport Limited (Auckland Airport) will be held at **10:00am on Thursday 17 October 2024 at Eden Park, 42 Reimers Ave, Kingsland, Auckland**. If you are attending the meeting, please bring this form to assist with your registration. If you are not attending the meeting but wish to be represented by proxy, please complete and return this form (in accordance with the lodgement instructions) to Auckland Airport's share registry, MUFG Corporate Markets (formerly Link Market Services), by no later than **10:00am, Tuesday 15 October 2024**. You can also appoint your proxy and vote on the resolutions on the reverse of this form online by going to vote.linkmarketservices.com/AIA or by scanning the QR code above with your smartphone. Shareholders are also able to attend the Annual Meeting online via the Virtual Meeting platform at www.virtualmeeting.co.nz/aia24. If you will be attending online, you will require your Holder Number for verification purposes. If you appoint a proxy, you will still be able to attend the meeting online (however you will not be able to vote).

APPOINTMENT OF PROXY

A shareholder entitled to attend and vote is entitled to appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead of him/her and that proxy or representative need not also be a shareholder. The Chair of the meeting is willing to act as proxy for any shareholder who wishes to appoint him for that purpose. If you appoint the Chair and you do not indicate how the Chair should vote, the Chair will vote in favour of the resolutions.

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, unless specifically excluded from voting on a particular resolution. If you make more than one election in respect of a resolution your vote will be invalid on that resolution. If you expressly appoint the Chair of the meeting or any other Director as your proxy and elect to give them discretion on how to vote on a resolution, you acknowledge that they will exercise your vote in favour of resolutions 1 to 5.

ATTENDING THE MEETING

If you wish to vote in person, you should attend the Meeting. **Please bring this Proxy Form/Admission Card with you to the Meeting** to assist with your registration.

A corporation which is a Shareholder may appoint a representative to attend the Meeting on its behalf in the same manner as it could appoint a proxy. A proxy does not need to be a shareholder of the Company.

SIGNING INSTRUCTIONS FOR PROXY FORMS

INDIVIDUAL

This Proxy Form must be signed by the shareholder or his/her/its attorney duly authorised in writing.

JOINT HOLDING

In the case of a joint shareholding, this Proxy Form must be signed by each of the joint shareholders (or their duly authorised attorney).

POWER OF ATTORNEY

This Proxy Form and the power of attorney or other authority, if any, under which it is signed, or a copy of that power or authority certified by a Solicitor, Justice of the Peace or Notary Public must be deposited or mailed to be received at the office of MUFG Pension & Market Services (formerly Link Market Services Limited), in any manner as per the instructions below, not later than **10:00am, Tuesday, 15 October 2024**.

CORPORATE SHAREHOLDER

In the case of a corporate shareholder, this Proxy Form must be signed by a director or a duly authorised officer acting under the express or implied authority of the shareholder, or an attorney duly authorised by the shareholder.

Go online to vote.linkmarketservices.com/AIA to appoint your proxy or turn over to complete the Proxy Form

CORPORATE REPRESENTATIVE APPOINTMENT & VOTING INSTRUCTIONS

STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

I/We being a shareholder(s) of Auckland International Airport Limited hereby appoint:

(FULL NAME)

of

(E-MAIL ADDRESS)

Or

(FULL NAME)

of

(E-MAIL ADDRESS)

as my/our proxy to vote for me/us on my/our behalf at the Annual Meeting of Auckland International Airport Limited to be held at 10:00am on Thursday, 17 October 2024 and at any adjournment of that meeting and to vote on any resolutions to amend any of 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 or abstain from voting on each such resolution. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

STEP 2: ITEMS OF BUSINESS – VOTING INSTRUCTIONS

Complete this part if you have appointed a proxy above and you want to direct the proxy as to how the proxy should vote.

Please note: For each resolution you must tick one box. If you mark the abstain box for an item, you are not voting or you are directing your proxy not to vote on your behalf during a poll and your votes will not be counted computing the required majority, for that item.

To consider and, if thought fit, pass the following ordinary resolutions:		Tick (✓) in box to vote			
		FOR	AGAINST	ABSTAIN	DISCRETION
1	Election of Grant Devonport That Grant Devonport, who has been nominated by the Board to stand as a director, be elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2	Re-election of Mark Binns That Mark Binns, who retires and who is eligible for re-election, be re-elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	Re-election of Dean Hamilton That Dean Hamilton, who retires and who is eligible for re-election be re-elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4	Re-election of Tania Simpson That Tania Simpson, who retires and who is eligible for re-election be re-elected as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Auditor That the directors be authorised to fix the fees and expenses of the auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 3: SHAREHOLDER QUESTIONS

Shareholders present at the Annual Meeting in person or via the virtual meeting platform will have the opportunity to ask questions during the meeting. If you cannot attend but would like to ask a question, you can submit a question online by going to vote.linkmarketservices.com/AIA and completing the online validation process or complete the question section below and return it to MUFG Corporate Markets (formerly Link Market Services). Questions will need to be submitted by **10:00am, Tuesday, 15 October 2024**. The Board will address and answer questions during the meeting. Auckland Airport reserves the right not to address any questions that it is not required to address and, in the Board’s opinion, are not reasonable to address in the context of an Annual 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 Daytime Telephone _____ Date _____ 2024

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.

Virtual Meeting Guide

Check your browser

**Make sure your browser will work
by going to *whatismybrowser.com***

Supported browsers are:

- Chrome *Version 44 and later*
- Edge *Version 92.0 and later*
- Firefox *Version 40.0.2 and later*
- Safari *MacOS 10.9 and later*

Get ready to vote

You will need one of the following to vote

A

Your CSN/
Holder Number
if you are an
investor

OR

B

Your proxy
number if you
are an appointed
proxy

If you're an investor, you can find your CSN/Holder Number on most investor communications from us.

If you're a proxy, your proxy number will be sent to your email address one to two days before the meeting.


Register for the meeting

Open your browser and go to ***www.virtualmeeting.co.nz***

Choose the meeting you want to watch from the list and click the ***View Meeting*** button. Register using your full name, mobile number, email address, and participant type.






Read and accept the terms and conditions before clicking on the ***Register and Watch Meeting*** button.

Welcome



MUFG
MUFG Pension & Market Services

Please register your details to participate

	Full Name
	Mobile (e.g. 022 123 1234)
	Email
	I am a... 

☐ I have read and accept the [Terms & Conditions](#)

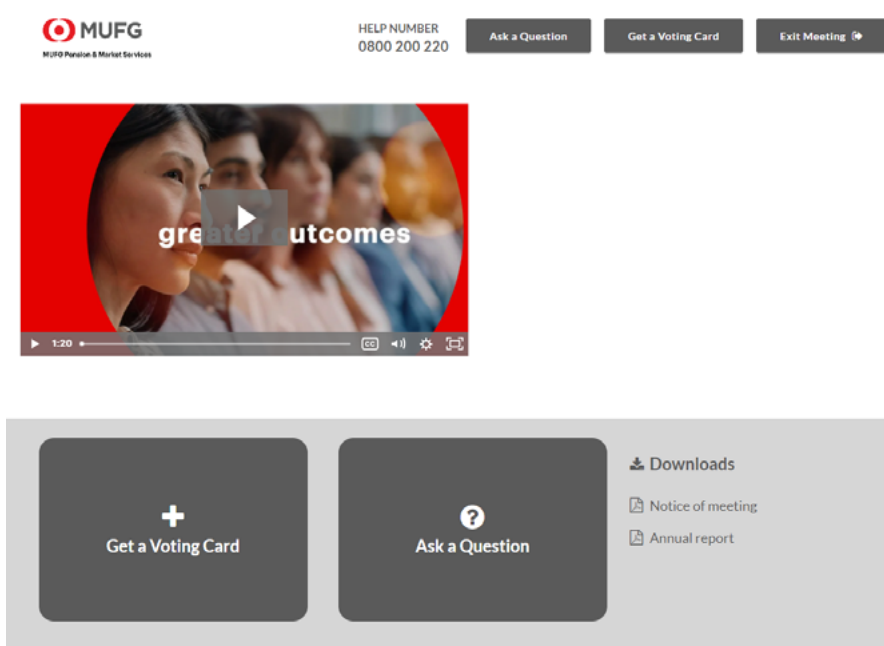
REGISTER AND WATCH ANNUAL MEETING

Help Number: 0800 200 220

Watch the meeting

The webcast will start by itself when the meeting begins

If the webcast doesn't start, press the play button and check the volume on your device is turned up. The meeting slides will be cycled through while the webcast plays.



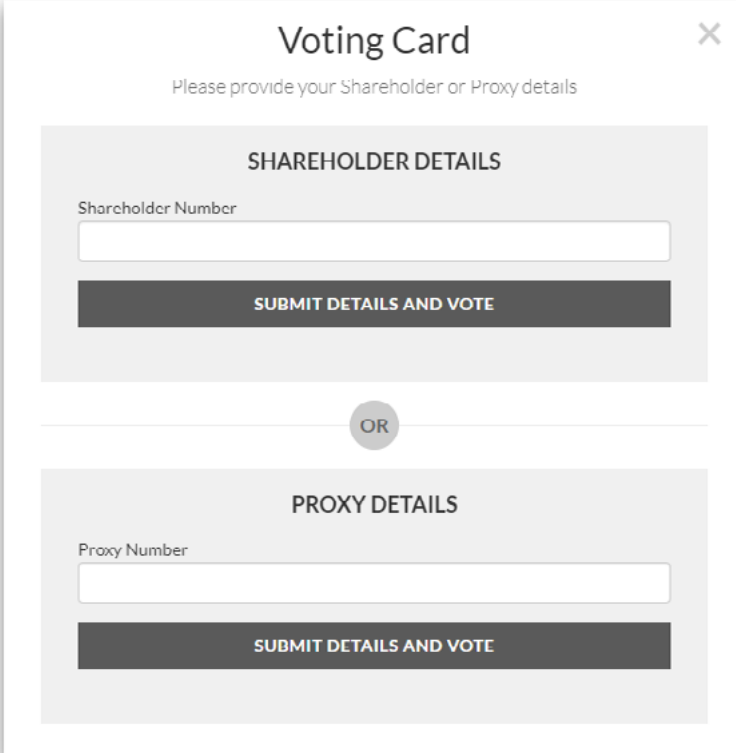
At the bottom are buttons for ***Get a Voting Card***, ***Ask a Question*** and a list of documents available for download.

Get a voting card

Register to vote by clicking on the *Get a Voting Card* button

If you're an investor, you will need to enter your CSN/Holder Number.

If you're an appointed proxy, you will need to enter the proxy number in the ***Proxy Details*** section, then click the ***Submit Details and Vote*** button.

A screenshot of a web form titled "Voting Card" with a close button (X) in the top right corner. Below the title is the instruction "Please provide your Shareholder or Proxy details". The form is divided into two main sections: "SHAREHOLDER DETAILS" and "PROXY DETAILS", separated by a horizontal line with a circular "OR" button in the center. The "SHAREHOLDER DETAILS" section contains a text input field labeled "Shareholder Number" and a dark grey button labeled "SUBMIT DETAILS AND VOTE". The "PROXY DETAILS" section contains a text input field labeled "Proxy Number" and a dark grey button labeled "SUBMIT DETAILS AND VOTE".

Voting Card

Please provide your Shareholder or Proxy details

SHAREHOLDER DETAILS

Shareholder Number

SUBMIT DETAILS AND VOTE

OR

PROXY DETAILS

Proxy Number

SUBMIT DETAILS AND VOTE

Enter your vote

Once you have your voting card, tell us how you want to vote

You may need to use the scroll bar on the right side of the voting card to see all resolutions.

Choose either **Full Vote** or **Partial Vote** using the tabs. Click on either the **For**, **Against**, or **Abstain** voting buttons. For a **Partial Vote**, enter a number of votes—the total number of votes you have are shown.

The screenshot displays a web interface for entering a vote. At the top, a dark blue header bar contains the name 'JOHN SAMPLE' on the left and a masked ID 'I*****0014' with a close button 'X' on the right. Below the header, the main content area is titled 'Voting Card'. It includes a paragraph of instructions: 'Please complete your vote by selecting the required voting instruction (For, Against, Abstain or No Instruction) for each resolution. If you would like to complete a partial vote, please specify the number of votes for each resolution in the Partial Vote section. Proxy holder votes will only be applied to discretionary (undirected) votes. Directed votes will be applied as per the shareholder's voting instructions.' Below the instructions are two tabs: 'Full Vote' (highlighted in blue) and 'Partial Vote' (selected). Under the 'Partial Vote' tab, 'Resolution 1' is listed. To its right are three buttons: 'For' (with a checkmark icon), 'Against' (with an 'X' icon), and 'Abstain' (with a minus icon). Below these buttons, it says 'You have 1 votes left'. A section titled 'GENERAL BUSINESS' is visible below the resolution. At the bottom of the form is a large grey button labeled 'SUBMIT PARTIAL VOTE'. A vertical scrollbar is visible on the right side of the voting card area.



Submit your vote

Make sure you submit your vote before the countdown timer ends

Once you have finished voting, scroll down to the bottom of the box and click on the ***Submit Vote*** or ***Submit Partial Vote*** button.

You can close your voting card without submitting your vote while voting is open. Any votes you have already made are saved. The voting card will be under the webcast with a ***Not yet submitted*** message below.

You can edit your votes while voting is open by clicking on ***Edit Card***. This will re-open the voting card with any previous votes made.

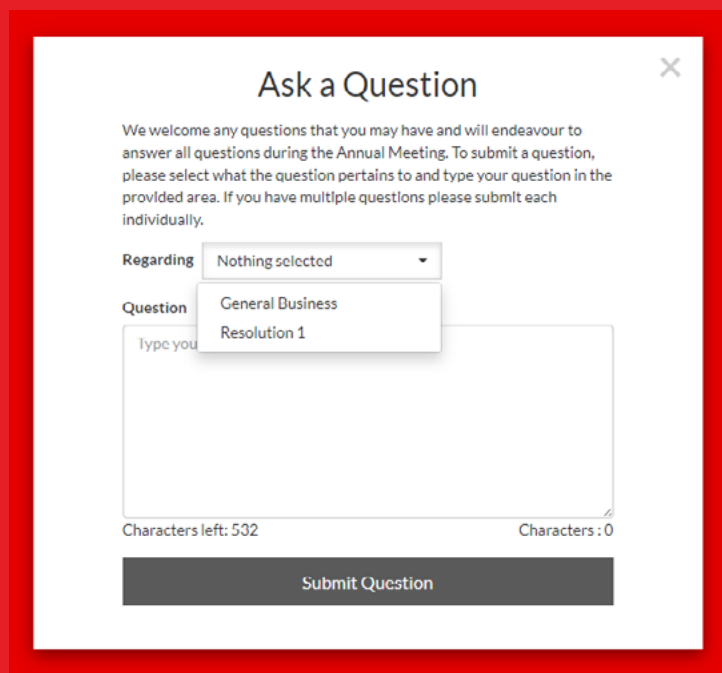
At the end of the meeting, a red bar with a five-minute countdown timer will appear at the top of the website advising the remaining time to submit your voting cards. Once voting has been closed, your vote can't be changed.

Ask a question

Only investors, proxies and corporate representatives can ask questions

If you have not registered a voting card, you will be asked to enter your CSN/Holder Number or proxy number before you can ask a question.

Click on the **Ask a Question** button either at the top or bottom of the page.

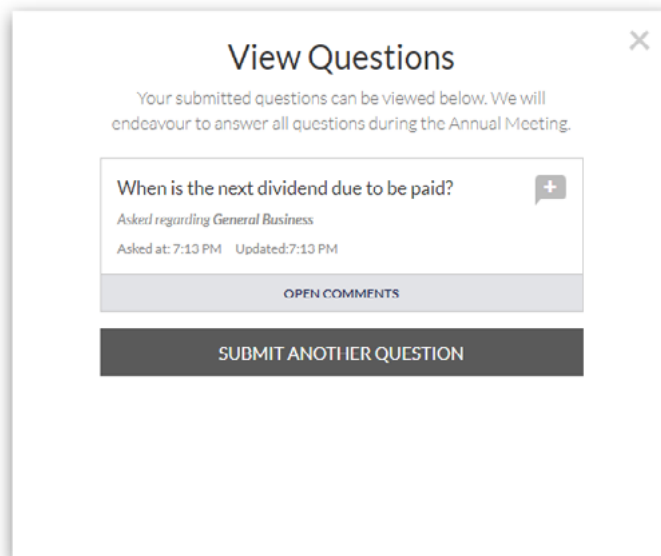
A screenshot of a web form titled "Ask a Question" with a close button (X) in the top right corner. The form contains a welcome message: "We welcome any questions that you may have and will endeavour to answer all questions during the Annual Meeting. To submit a question, please select what the question pertains to and type your question in the provided area. If you have multiple questions please submit each individually." Below this is a "Regarding" dropdown menu currently set to "Nothing selected". A "Question" dropdown menu is open, showing two options: "General Business" and "Resolution 1". Below the dropdowns is a large text input area with the placeholder text "Type your question here". At the bottom left of the input area, it says "Characters left: 532". At the bottom right, it says "Characters : 0". A dark grey "Submit Question" button is at the bottom of the form.

Submit a question/reply

Select the category or resolution for your question

Type your question in the **Question** box, and click on the **Submit Question** button.

After submitting, click the **View Questions** button to see your questions (only visible to you).



If your question has been answered and you want to reply, submit another question.



Level 30, PwC Tower, 15 Customs Street West, Auckland 1010 | 0800 200 220 | meetings@linkgroup.com

MUFG Corporate Markets
A division of MUFG Pension & Market Services