

NEWS RELEASE

29 September 2014

NZX: MRP

ASX: MYT

Letter to Shareholders

Attached are the following documents which are being sent to Mighty River Power shareholders today:

1. Letter to Shareholders
2. Letter to Bondholders
3. Financial Assistance Disclosure Notice

The Notice of Meeting and Voting/Proxy Form have been disclosed separately.

ENDS

 www.mightyriver.co.nz

For further information:

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Mighty River Power is a company with a great New Zealand heritage, and a leader in this country's electricity industry. Our core business is focused on harnessing natural resources to produce electricity.

Every year the power stations operated by Mighty River Power generate enough electricity for about 1 million New Zealand homes. We are proud to be more than 90% renewable and, through our listing on the New Zealand Stock Exchange (NZX: "MRP") and the Australian Stock Exchange (ASX: "MYT"), to have over 100,000 shareholders alongside the Crown as our majority owner.

Mighty River Power supplies electricity to about 1-in-5 homes and businesses across New Zealand, through our flagship brand Mercury Energy and other specialty brands. Our metering business, Metrix, the second largest meter provider in New Zealand, is building an important strategic platform with a growing network of 'smart' meters and services to electricity retailers and their customers. We are one of the world's largest geothermal power stations owners and we are applying our geothermal expertise to explore international growth opportunities.

29 September 2014

SAMPLE ONLY

Annual/Interim Reports

(Notice under section 209, Companies Act 1993)

Dear Shareholder,

Mighty River Power's Annual Review and Annual Report for the year ended 30 June 2014 are now available.

Our enclosed Annual Review includes commentary from your Chair and Chief Executive along with highlights for the year and a financial overview. Our Annual Report, which can be found on our website (www.mightyriver.co.nz/investor-centre) includes the Company's full audited financial statements and notes, corporate governance report and remuneration report. Mighty River Power has not prepared a concise annual report for the 2014 financial year.

We have not mailed you a copy of the Annual Report because electronic communications keep costs down and are better for the environment. However, we appreciate that some shareholders have a preference to receive hard copies of the Annual and Interim Reports. If you would like to receive, free-of-charge, printed copies of Mighty River Power's Annual and Interim reports each year, please tick the box below and return this letter within 15 business days of receiving it. If you would like to elect to receive all communications from us electronically, we encourage you do so by completing your email address and returning this form as directed below.

Enclosed with this letter you will also find the Notice of Meeting and Voting/Proxy Form for the 2014 Annual Shareholders' Meeting and a notice of financial assistance relating to our Long Term Incentive Plan for the Executive Management Team (for disclosure purposes only).

We look forward to seeing you at our Annual Shareholders' Meeting on 6 November 2014. If you are unable to attend, we would encourage you to use your Voting/Proxy form for the meeting.

Yours sincerely



Tony Nagel
Company Secretary

Keeping in touch online

☐ I would like to receive all Mighty River Power investor communications electronically to my email address provided:

Email Address:

How to receive a hard copy of the Annual Report

To receive printed copies of Mighty River Power's Annual and Interim Reports, please tick the box below and return to Computershare in the reply paid envelope provided. Alternatively, you can email the form to ecomms@computershare.co.nz. The 2014 Annual Report and any future reports will be mailed to you until you tell us in writing that you no longer wish to receive these:

☐ I would like to receive printed copies of Mighty River Power's Annual and Interim Reports (when available) each year.

Substantial security holdings in the Company as at 31 August 2014

	Class of securities	Number of securities in substantial holding	Total number of securities in class
HER MAJESTY THE QUEEN IN RIGHT OF NEW ZEALAND	Ordinary shares	742,466,631	1,400,012,517

29 September 2014

SAMPLE ONLY

Annual/Interim Reports

(Notice under section 209, Companies Act 1993)

Dear Bondholder,

Mighty River Power's Annual Review and Annual Report for the year ended 30 June 2014 are now available.

Our enclosed Annual Review includes commentary from your Chair and Chief Executive along with highlights for the year and a financial overview. Our Annual Report, which can be found on our website (www.mightyriver.co.nz/investor-centre) includes the Company's full audited financial statements and notes, corporate governance report and remuneration report. Mighty River Power has not prepared a concise annual report for the 2014 financial year.

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We would like to take this opportunity to thank you for your continued support of our Capital Bonds.

Yours sincerely



Tony Nagel
Company Secretary

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Please insert this entire page in the reply paid envelope supplied or scan and email to ecomms@computershare.co.nz

29 September 2014

PROVISION OF FINANCIAL ASSISTANCE IN CONNECTION WITH MIGHTY RIVER POWER LIMITED'S ONGOING EXECUTIVE LONG TERM INCENTIVE PLAN

In 2013, Mighty River Power established the Ongoing Executive Long Term Incentive Plan (the LTI Plan) for its senior employees. Under the terms of the LTI Plan, participating employees are granted allocations of shares in Mighty River Power, subject to Mighty River Power meeting certain pre-determined performance hurdles. The LTI Plan is designed to improve the long-term performance of Mighty River Power by incentivising and motivating participants and aligning the interests of participating senior employees with the interests of Mighty River Power's shareholders.

Shares are acquired and held by Mighty River Power Limited LTI Limited (the Trustee) on behalf of participants. The shares will vest to the participants if Mighty River Power meets certain pre-determined performance hurdles.

The LTI Plan contemplates share grants being made to participants each year. Invitations for the 2014 LTI Plan share grants were made to participating employees in August 2014 and shares have recently been transferred from treasury stock to the trustee to hold on behalf of participating employees.

In connection with the 2014 LTI Plan share grants, Mighty River Power has given financial assistance for the purchase of shares in Mighty River Power in accordance with the terms of the LTI Plan. The financial assistance has been provided pursuant to section 80 of the Companies Act 1993.

The details of the financial assistance provided by Mighty River Power are as follows:

Shares in respect of which the financial assistance was provided	190,401 ordinary shares in Mighty River Power (the <i>Shares</i>).
Consideration paid for the Shares	\$2.428 per Share.
Recipients of the financial assistance	Employees of Mighty River Power who applied to acquire Shares under the LTI Plan. The Shares are held by the Trustee for the participants in the LTI Plan, and will vest subject to certain performance hurdles being met.
Nature and amount of the financial assistance	The financial assistance was given in the form of interest free loans to participants in the LTI Plan for the purpose of enabling the Trustee to purchase the 2014 LTI Plan grant shares on behalf of the participants. The aggregate amount of the loans made was \$462,293.63.