

# Information Form and Checklist

## (ASX Foreign Exempt Listing)

Name of entity

ABN/ARBN/ARSN

**Contact Energy Limited**

**ABN: 68 080 480 477**

**We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing.**

*Note: the entity warrants in its Appendix 1C ASX Foreign Exempt Listing Application and Agreement that the information and documents referred to in this Information Form and Checklist are (or will be) true and complete and indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty.*

*Terms used in this Information Form and Checklist have the same meaning as in the ASX Listing Rules.*

## Part 1 – Information to be supplied with Appendix 1C

**Instructions:** please complete each applicable item below. If an item is not applicable, please mark it as "N/A".

### All entities – corporate details

Place of incorporation or establishment	New Zealand
Date of incorporation or establishment	08 November 1995
Legislation under which incorporated or established	New Zealand Companies Act
Address of registered office in place of incorporation or establishment	Harbour City Tower, 29 Brandon Street, Wellington, 6011 , New Zealand
Address of registered office in Australia (if any)	
Main business activity	Electricity generation and electricity retailing
Home exchange	NZX Main Board (NZSX)
Any other exchanges on which the entity is listed	
Street address of principal administrative office	Harbour City Tower, 29 Brandon Street, Wellington, 6011 , New Zealand
Postal address of principal administrative office	PO Box 10742, The Terrace, Wellington 6143
Telephone number of principal administrative office	+64 4 499 4001
E-mail address for investor enquiries	Investor.centre@contactenergy.co.nz
Website URL	<a href="http://www.contact.co.nz/corporate">www.contact.co.nz/corporate</a>

### All entities – management details<sup>1</sup>

Full name and title of CEO/managing director	Dennis BARNES, Chief Executive Officer
Full name and title of chairperson of directors	Phillip John PRYKE, Acting Chairman
Full names of all existing directors	Bruce Gerard BEEREN Whaimutu Kent DEWES Susan Jane SHELDON
Full names of any persons proposed to be appointed as additional or replacement directors	TBC – currently working through appointment process
Full name and title of company secretary	Shehnaz HAJATI, Company Secretary
Name and address of the entity's Australian agent for service of process <sup>2</sup>	Allens Arthur Robinson Corporate Advisory Pty Limited PO Box 7082, Riverside Centre, Brisbane Qld 4001

### All entities – ASX contact details<sup>3</sup>

Full name and title of ASX contact(s)	Shehnaz HAJATI, Company Secretary
Business address of ASX contact(s)	Level 2, Harbour City Tower, 29 Brandon Street, Wellington, New Zealand
Business phone number of ASX contact(s)	+64 9 301 9540
Mobile phone number of ASX contact(s)	+64 27 279 0996
Email address of ASX contact(s)	shehnaz.hajati@contactenergy.co.nz

### All entities – auditor details

Full name of auditor	KPMG
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### All entities – registry details<sup>4</sup>

Name of securities registry	Link Market Services Limited
Address of securities registry	Level 12, 680 George Street, Sydney, NSW 2000, Australia

<sup>1</sup> If the entity applying for admission to the official list is a trust, enter the management details for the responsible entity of the trust.

<sup>2</sup> If the entity is a trust, it must appoint an agent for service of process in Australia (Listing Rule 1.11 Condition 10(a)). If the entity is a company, it must be registered as a foreign company in Australia (Listing Rule 1.11 Condition 9), which in turn requires it to appoint an agent for service of process (section 601CF(2) of the Corporations Act 2001 (Cth)).

<sup>3</sup> Under Listing Rule 1.11 Condition 11, a listed entity must appoint a person responsible for communication with ASX. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

<sup>4</sup> If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

Phone number of securities registry	+64 9 375 5998
Fax number of securities registry	+64 9 375 5990
Email address of securities registry	contactenergy@linkmarketservices.co.nz
Type of subregisters the entity will operate <sup>5</sup>	CHESS
If the entity has or intends to have a certificated subregister for quoted securities, the location of the Australian subregister	

### All entities – key dates

Annual balance date	30 June
Month in which annual meeting is usually held (or intended to be held) <sup>6</sup>	October
Months in which dividends or distributions are usually paid (or are intended to be paid)	<p>Dividends and other distributions with respect to the Shares are only made at the discretion of the board of the Company. The payment of dividends is not guaranteed and the Company's dividend policy may change.</p> <p>Based on the Company's current dividend policy, dividend payments are expected to be split into an interim dividend paid in March and a full dividend paid in September.</p>

## Part 2 – Checklist Confirming Compliance with Admission Requirements

**Instructions:** please indicate in the "Location/Confirmation" column for each item below where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the entity's most recent annual report or any subsequent interim report where that information is located or, in the case of a document, the folder tab number where that document is located). If the item asks for confirmation of a matter, you may simply enter "Confirmed" in the "Location/Confirmation" column. If an item is not applicable, please mark it as "N/A".

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist (other than the 25 copies of the entity's most recent annual report and any subsequent interim report referred to in item 3) are provided in a folder separated by numbered tabs.

Note that completion of this Checklist is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX's absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

### All entities – key supporting documents

N

Item	Location/Confirmation
1. A copy of the entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name)	Tab 1
2. A copy of the entity's constitution	Tab 2 <a href="https://contact.co.nz/corporate/investor-centre/governance/constitution">https://contact.co.nz/corporate/investor-centre/governance/constitution</a>

<sup>5</sup> Example: CHESS and issuer sponsored subregisters.

<sup>6</sup> May not apply to some trusts.

N

Item	Location/Confirmation
3. 25 copies of the entity's most recent annual report and any subsequent interim report (Listing Rule 1.11 Condition 4)	25 copies of 2014 annual report included in filing Electronically available at <a href="https://contact.co.nz/Assets/pdfs/corporate/financial/cen-annual-report-2014.pdf">https://contact.co.nz/Assets/pdfs/corporate/financial/cen-annual-report-2014.pdf</a>
4. If the entity is a company, evidence that it is registered as a foreign company in Australia (Listing Rule 1.11 Condition 9)	Tab 3
5. Original executed agreement with ASX that documents may be given to ASX and authenticated electronically (Listing Rule 1.11 Condition 12) <sup>7</sup>	Tab 4
6. A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)	Tab 5
7. Payment for the initial listing fee. <sup>8</sup>	Tab 6 – to be paid

<sup>7</sup> An electronic copy of the *ASX Online Agreement* is available from the ASX Compliance Downloads page on ASX's website.

<sup>8</sup> See Guidance Notes 15 and 15A for the fees payable on the application. Payment can be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank  
Account Name: ASX Operations Pty Ltd  
BSB: 082 057  
A/C: 494728375  
Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to [ar@asx.com.au](mailto:ar@asx.com.au) or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

## All entities – capital structure

8. A table showing the existing and proposed capital structure of the entity, broken down as follows:
- the number and class of each equity security and each debt security currently on issue; and
  - the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and
  - the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list.

Note: This applies whether the securities are quoted or not. If the entity is proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.

Tab 7

9. For each class of securities referred to in the table mentioned in item 8, the terms applicable to those securities

Note: This applies whether the securities are quoted or not.

For equity securities (other than options to acquire unissued securities or convertible debt securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable).

For options to acquire unissued securities, this should state the number outstanding, exercise prices and expiry dates

For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion terms (if applicable).

Tab 8

10. Evidence that there are at least 1,000 holders each having a parcel of securities that are in the class for which it seeks quotation with a value of at least \$500 (Listing Rule 1.11 Condition 8)

Tab 9

## All entities – other information

11. A brief history of the entity

Tab 10

12. Details of the entity's existing activities and level of operations

Tab 11

13. A concise summary<sup>9</sup> of the rights and obligations of security holders under the law of its home jurisdiction and/or the rules of its home exchange covering:

- what types of transactions require security holder approval;
- whether security holders have a right to request or requisition a meeting of security holders;
- whether security holders have a right to appoint proxies to attend and vote at meetings on their behalf;
- how changes in the rights attaching to securities are regulated;
- what rights do security holders have to seek relief for oppressive conduct;
- what rights do security holders have to bring or intervene in legal proceedings on behalf of the entity; and
- whether there is any equivalent to the "two strikes" rule in relation to remuneration reports in Part 2G.2 Division 9 of the Corporations Act (Guidance Note 4 section 2.1)

Tab 12

<sup>9</sup> The concise summary is not intended to be a legal treatise on the laws of the entity's home jurisdiction or a detailed comparative analysis of those laws with the laws of Australia. For those matters where the entity's home jurisdiction has broadly comparable laws to Australia, a statement to that effect will generally suffice.

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|--|-----------|
| 14. A concise summary <sup>10</sup> of the obligations of the entity under the law of its home jurisdiction and/or the rules of its home exchange regarding: <ul style="list-style-type: none"> <li>• the disclosure of material information;</li> <li>• the disclosure of periodic financial information and the accounting and auditing standards that apply;</li> <li>• requirements for information to be sent to security holders; and</li> <li>• regulation of dealings with directors and controlling holders of equity securities (Guidance Note 4 section 2.1)</li> </ul> | Tab 13    |
| 15. A concise summary <sup>11</sup> of how the disclosure of substantial holdings and takeovers are regulated under the law of its home jurisdiction (Guidance Note 4 section 2.1)   | Tab 14    |
| 16. Confirmation that the entity complies with the listing rules (or their equivalent) of its overseas home exchange (Listing Rule 1.11 Conditions 2 and 3)  | Confirmed |
| 17. Confirmation that there is no information not already disclosed to the entity's home exchange that should have been disclosed under the rules of that exchange   | Confirmed |

**Entities applying under the profit test (Listing Rule 1.12)**

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| 18. Evidence that the entity is a going concern or the successor of a going concern (Listing Rules 1.11 Condition 7 and 1.12.1)  | N/a – applying under NTA test |
| 19. Evidence that the entity's operating profit before income tax from ordinary activities for each of the last 3 full financial years has been at least \$200 million (Listing Rules 1.11 Condition 7, 1.12.2 and 1.12.3) | N/a – applying under NTA test |
| 20. Audited accounts for the last 3 full financial years and audit reports (Listing Rules 1.11 Condition 7 and 1.12.4) <sup>12</sup>   | N/a – applying under NTA test |

**Entities applying under the NTA test (Listing Rule 1.13)**

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| 21. Evidence that the entity has net tangible assets of at least \$2,000 million (Listing Rules 1.11 Condition 7 and 1.13) | Tab 15 – need to add intangible assets |
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**Entities that are trusts**

- |   |     |
|---|-----|
| 22. Confirmation that no-one is under an obligation to buy-back units in the trust or to allow a security holder to withdraw from the trust (Listing Rule 1.11 Condition 10(b)) | N/A |
|---|-----|

**Further documents to be provided before admission to the official list**

Please note that in addition to the information and documents mentioned above, an entity may be required to provide additional information to ASX under Listing Rule 1.17.

<sup>10</sup> See note 9 above.

<sup>11</sup> See note 9 above.

<sup>12</sup> The entity's accounts must have been prepared and audited to standards acceptable to ASX (Listing Rule 1.12.4). ASX will accept for these purposes Australian Accounting Standards, International Financial Reporting Standards (IFRS) as adopted by the EU, or the accounting standards and generally accepted accounting principles applied in Canada, Hong Kong, New Zealand, Singapore, South Africa or USA. Otherwise, ASX must specifically agree to the accounting standards that apply to the entity.