

Disclosure of ceasing to have substantial holding

Section 279, Financial Markets Conduct Act 2013

Note: This form must be completed in accordance with the instructions at the end of the form.

To NZX Limited

and

To Auckland International Airport Limited

Date this disclosure made: 2 July 2018

Date last disclosure made: 1 June 2016

Date on which substantial holding ceased: 2 July 2018

Substantial product holder(s) giving disclosure

Full name(s): Auckland Council Investments Limited

Summary of previous substantial holding

Class of quoted voting products: Ordinary shares

Summary for Auckland Council Investments Limited

For **last** disclosure,—

(a) total number held in class: 266,328,912

(b) total in class: 1,190,758,599

(c) total percentage held in class: 22.366%

For current holding **after** ceasing to have substantial holding,—

(a) total number held in class: 0

(b) total in class: 1,202,572,583

(c) total percentage held in class: 0%

Details of transactions and events giving rise to ceasing of substantial holding

Details of the transactions or other events requiring disclosure: Off-market share transfer of 266,328,912 ordinary shares in Auckland International Airport Limited (**AIAL Shares**) by Auckland Council Investments Limited to its parent, Auckland Council for an initial purchase price of \$4.046 per share on 2 July 2018 (**Initial Purchase Price**).

The Initial Purchase Price was based on Auckland Council Investments Limited's (**ACIL**) group carrying value of the AIAL Shares using the equity method as at 31 December 2017. To the extent that, following preparation of ACIL's year end accounts (on or before 29 August 2018), ACIL's group carrying value of the AIAL Shares using the equity method as at 30 June 2018 exceeds the Initial Purchase Price (such excess being the **AIAL Excess**),

Auckland Council shall pay ACIL additional consideration in an amount equal to the AIAL Excess.

Additional information

Address(es) of substantial product holder(s): Level 9, Bledisloe House, 24 Wellesley Street West, Auckland Central, Auckland, 1010

Contact details: John Crawford, (09) 890-8032, john.crawford@acinvestments.co.nz

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Financial Markets Conduct Act 2013 in relation to the financial products to which this disclosure relates: Auckland Council

Certification

I, John Crawford, Chief Executive, certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.