



# A shift in energy

15 October 2024

Meridian Energy Limited.  
Notice of Annual Shareholder Meeting.



**Meridian.**



The Annual Shareholder Meeting (ASM) of Meridian Energy Limited (NZ 938552) (ARBN 151 800 396) will be held at Level 2, 98 Customhouse Quay, Wellington, New Zealand on **Tuesday, 15 October 2024**, commencing at **9.30am**. The ASM will also be available virtually through Computershare's Meeting Platform.



# Hybrid Meeting

## IMPORTANT DATES & TIMES

- ➔ **Friday 11 October, 5.00pm**  
Vote-eligibility date for voting entitlements for the Annual Shareholder Meeting
- ➔ **Sunday 13 October, 9:30am**  
Latest time for receipt of postal votes and proxy forms
- ➔ **15 October 2024, 9.30am**  
Annual Shareholder Meeting

All shareholders will have the opportunity to attend and participate in the 2024 Annual Shareholder Meeting (ASM) in person or online via an internet connection (using a computer, laptop, tablet or smartphone). Hybrid meetings are accessible on both desktop and mobile devices. In order to participate remotely you will need to visit Computershare's Meeting Platform <https://meetnow.global/nz>

To access the meeting, click 'Go' under the Meridian Energy Limited meeting, then click 'JOIN MEETING NOW'. By using the meeting platform you will be able to watch the meeting, vote and ask questions online using computer, laptop, tablet or smartphone. Please refer to the enclosed Virtual Meeting Guide for more information. You will need the latest version of Chrome, Safari or Edge to access the meeting. Please ensure your browser is compatible.

If you have any questions, or need assistance with the online process, please contact Computershare on +64 9 488 8777 between 8.30am and 5.00pm Monday to Friday.

Audio will stream through the selected device, so shareholders will need to ensure that they have the volume control on their headphones or device turned up. Shareholders will be able to view the presentations, vote on the resolutions and ask questions, by using their own computers or mobile devices. Shareholders will still be able to cast a postal vote or appoint a proxy to vote for them as they otherwise would, by following the instructions on the proxy form and this Notice of Annual Meeting.

Please note that not all questions may be able to be answered during the meeting. Further details of how to participate virtually are provided in the accompanying Virtual Meeting Guide, with instructions for accessing the virtual meeting. Shareholders are encouraged to review this prior to the ASM.

Shareholders will require their CSN/Securityholder Number, which can be found in their email broadcasts and on their proxy forms for verification purposes.

# Business

- A. Chair's address
- B. Chief Executive's review
- C. Shareholder questions
- D. Ordinary business

To consider and, if thought appropriate, pass the following Ordinary Resolution:

**Resolution 1:  
Re-election of Tania Simpson:**

That Tania Simpson, who retires by rotation and is eligible for re-election, be re-elected as a Director of the Company.

For further detail see the Explanatory Note.



**Jason Woolley**

Company Secretary  
13 September 2024



Harapaki Wind Farm in full operation, Hawke's Bay.



# Explanatory notes

## Resolution 1: Re-election of Tania Simpson:

The NZX Listing Rules (**Listing Rules**) require that a Director must not hold office (without re-election) past the third annual meeting following their appointment or three years, whichever is longer.

Accordingly, Tania Simpson retires and offers herself for re-election by shareholders at this ASM.

The Board has determined, in its view, that Tania Simpson is an Independent Director (as defined in the Listing Rules).

### **TANIA SIMPSON** **MM Māori, BA Māori, CFinStD**

Tania joined the Meridian Board in August 2021. Tania is Chair of the People, Remuneration and Culture Committee and also serves on the Safety and Sustainability Committee.

Tania is currently a director at Tainui Group Holdings Limited, Auckland International Airport Limited and Waste Management NZ Limited and is also a member of the Waitangi Tribunal and Deputy Chair of the Waitangi National Trust.



Tania has extensive experience in corporate governance, policy development and business having served as a director of Mighty River Power Limited for 13 years from 2001. She also holds the distinction of being the first Māori director on the Reserve Bank of New Zealand Board where she was the Deputy Chair.

The Board (other than Tania Simpson) unanimously recommends that shareholders vote in favour of the election of Tania Simpson as a Director.

The Board also confirms that Director nominations closed on 16 August 2024 and no other director nominations were received.



# Procedural notes

## VOTING

The Board has determined that as at the close of trading on **Friday 11 October, 5pm** registered shareholders at that time are entitled to attend and vote at the ASM.

All resolutions are ordinary resolutions and will be passed by a simple majority of more than 50% of the votes of those shareholders entitled to vote and voting on the resolutions.

On behalf of the Board, the Company's share registrar, Computershare Investor Services Limited, is authorised to receive and count postal votes at the meeting.

Results of the voting will be available after the conclusion of the meeting, and will be notified to the NZX and ASX.

There are no voting restrictions on the resolution proposed in this Notice of Meeting.

## CASTING YOUR VOTE

You may cast your vote in one of the three ways described below. You may abstain from voting on the resolution:

### a. Attending and voting in person:

The Board encourages all shareholders to attend the ASM in person and vote, or participate virtually and vote via the Computershare Meeting Platform at <https://meetnow.global/nz>.

If you attend in person you should bring your postal Proxy/Voting Form or your CSN/Securityholder Number to assist with registration at the meeting.

### b. Casting a postal vote:

A shareholder may cast a postal vote on the matter to be voted on at the ASM by voting FOR, AGAINST or ABSTAIN. Lodge your postal vote online at [www.investorvote.co.nz](http://www.investorvote.co.nz), or, complete step 1 of the proxy/voting form, sign where indicated and return to Computershare in the reply-paid envelope provided.

### c. Appointing a proxy:

You may appoint a proxy to attend the meeting and vote on your behalf. Visit [www.investorvote.co.nz](http://www.investorvote.co.nz) to lodge your proxy, or, complete step 1 and step 2 of the proxy/voting form, sign where indicated and return to Computershare in the reply paid envelope provided.

Note: The proxy holder does not need to be a shareholder of the Company. If you appoint a Director as your proxy, then any undirected proxies granted to the Director will be voted in favour of the relevant resolutions except that a Director standing for election or re-election will abstain from voting discretionary proxies in respect of their own appointment. A body corporate which is a shareholder may appoint a representative to attend the meeting on its behalf in the same manner as that in which it can appoint a proxy.

If you do not name a person as your proxy (but have otherwise completed the proxy form in full) or your named proxy does not attend the meeting, the Chair will be appointed your proxy and will vote in accordance with your express direction, and any undirected votes will (subject to any restriction(s) set out in the NZX Listing Rules) be voted in accordance with the Chair's discretion.

If your proxy is not the Chair of the meeting or a Director and they intend to join the meeting remotely please ensure that you provide their contact details in the space provided on the proxy form.



## SHAREHOLDER QUESTIONS

Shareholders attending the meeting in person will be given the opportunity to raise questions. Shareholders may also submit written questions. The main themes will be aggregated and responded to at the ASM. Written questions should be sent by post to the Company Secretary, Meridian Energy Limited, PO Box 10840, Wellington 6140 or by email to [companysecretary@meridianenergy.co.nz](mailto:companysecretary@meridianenergy.co.nz).

Meridian Energy Limited reserves the right not to address questions that, in the Chair's opinion are not reasonable in the context of an annual shareholder meeting, or any written question not received by the close of business on **Tuesday 8 October**.

## OTHER IMPORTANT INFORMATION

### Meeting venue

The ASM is being held at **Level 2, 98 Customhouse Quay, Wellington, New Zealand**.

If you are unable to attend the ASM, but would still like to follow [www.meridianenergy.co.nz/investors](http://www.meridianenergy.co.nz/investors)

## Share

### Registrar Details

#### **New Zealand**

Computershare Investor

Services Limited

Private Bag 92119

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Takapuna

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#### **Australia**

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**Meridian.**