

AUCKLAND INTERNATIONAL AIRPORT LIMITED

NOTICE OF ANNUAL MEETING

Notice is hereby given that the 2022 annual meeting of the shareholders of Auckland International Airport Limited in the World Cup Lounge at Eden Park, 42 Reimers Ave, Kingsland, Auckland or online at www.virtualmeeting.co.nz/aia22 on Thursday, 20 October 2022 commencing at 10.00 am.



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Airport

Thursday, 20 October 2022 commencing at 10.00am

To participate online please go to
www.virtualmeeting.co.nz/aia22

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 2022 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 Mark Cairns:** That Mark Cairns 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 Elizabeth Savage:** That Elizabeth Savage, who retires and who is eligible for re-election, be re-elected as director of the Company (see explanatory note).
- 3. Re-election of Christine Spring:** That Christine Spring, who retires and who is eligible for re-election, be re-elected as director of the Company (see explanatory note).
- 4. 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.



Mary-Liz Tuck, General Counsel
23 September 2022

Attending the meeting

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

Other participation methods: This year, 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, Link Market Services at: www.virtualmeeting.co.nz/aia22. 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 from the virtual AGM guide: <https://bcast.linkinvestorservices.co.nz/generic/docs/OnlinePortalGuide.pdf>.

Voting

Postal vote: (direct vote) A shareholder can cast a postal vote online, or complete and send the Proxy Form by post or email (as a scanned attachment), so that, in each case, your vote is received by Link Market Services Limited (on behalf of Auckland Airport) no later than 10.00am on Tuesday 18 October 2022. Postal voting instructions are included in the Proxy Form.

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 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, 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, Link Market Services Limited, 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.

You may also appoint your proxy online as per the instructions on the proxy form.

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.

Explanatory notes

Ordinary Resolution 1. Election of Director

Mark Cairns is standing for election as a director.

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



Mark Cairns

Term of Office

Appointed as a director 1 June 2022

Board Committees

Audit and Financial Risk Committee
Infrastructure Development Committee

Biography

Mark Cairns was appointed as a director of the Company by the Board in June this year and now offers himself for election by shareholders.

Mark retired last year as Chief Executive of Port of Tauranga following 16 years in the role. He has a first class honours degree in Civil Engineering from University of Auckland, a degree in Business Studies and a Master of Management from Massey University. He is a Fellow of Engineering New Zealand and a Chartered Member of the Institute of Directors.

Mark has worked in large infrastructure (build/operate), logistic operations and complex supply chains for most of his career and brings extensive Chief Executive experience in business operations at scale, including significant exposure to capital markets.

Mark is currently the chair of Freightways Limited, and a director of Meridian Energy Limited and Sanford Limited.

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

Ordinary Resolution 2. Re-election of Director

Elizabeth Savage is a director retiring in 2022. Elizabeth Savage, being eligible for re-election, offers herself for re-election.

A brief biographical note of Elizabeth Savage is set out below:



Elizabeth Savage

Term of Office

Appointed as a director 23 October 2019

Board Committees

Aeronautical Pricing Committee
People, Capability & Iwi Committee
Safety and Operational Risk Committee (Chair)¹

Biography

Elizabeth (Liz) Savage has extensive experience in the airline, travel & tourism sectors and brings a deep understanding of the airline business to the Board.

Her 20 year career in senior leadership roles in Australia and Europe, includes being Chief Commercial Officer of Virgin Australia during the successful early stage transformation of the airline and Business Development Director of easyJet during the airline's first ten years of rapid growth.

Liz is currently a director of Intrepid Travel Group, Intrepid Foundation, North Queensland Airports, PeopleIn Limited and Tiger HoldCo Pty Ltd, and recently chaired the Queensland Government Tourism Recovery Action Plan.

Through her roles, Liz brings particular focus on customer strategy, marketing and sustainable growth. Liz is qualified as an Aeronautical Engineer, with a master's degree in Air Transport Management.

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

[1] Liz Savage accepted the role of Chair of the Safety and Operational Risk Committee, succeeding Christine Spring, on 17 August 2022

Ordinary Resolution 3. Re-election of Director

Christine Spring is a director retiring in 2022. Christine Spring, being eligible for re-election, offers herself for re-election.

A brief biographical note of Christine Spring is set out below:



Christine Spring

Term of Office

Appointed as a director 23 October 2014

Board Committees

Aeronautical Pricing Committee
Infrastructure Development Committee
Safety and Operational Risk Committee

Biography

Christine is a civil engineer and aviation business executive with over 25 years' experience across New Zealand, Australia, United Arab Emirates, Asia and the Pacific Islands.

Christine's career has focused on the strategy, planning and stakeholder management of significant capital development projects in the aviation industry.

Christine's experience in aviation infrastructure and executive management is serving Auckland Airport well as the company focuses on its recovery from the COVID-19 pandemic and its future infrastructure development plans.

Christine is also a director of Western Sydney Airport Limited and NZ Windfarms; and the Chair of Isthmus Group Limited.

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

Ordinary Resolution 4. 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.

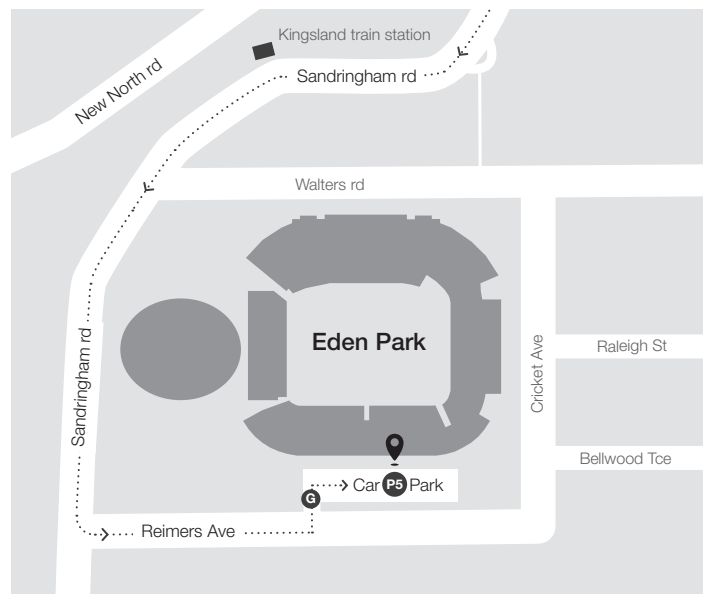
How to get there

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



Covid-19 implications

The Company is closely monitoring the situation in New Zealand with regard to COVID-19. In the event of any significant developments, the Company may, in its sole discretion, elect to hold the annual meeting of the shareholders online only if it considers there are potential risks to the health of meeting attendees or if an in-person meeting is prohibited by law. In such circumstances, the Company will provide shareholders with as much notice as is reasonably practicable by way of an announcement to the NZX and ASX and on the Company's website at www.aucklandairport.co.nz.