



17 October 2023

Notice of Meeting 2023

Please find attached the following documents relating to Contact Energy Limited's (Contact) upcoming Annual Meeting of Shareholders which are being sent to Contact shareholders today:

- (a) Notice of Annual Meeting 2023
- (b) Admission Card/Proxy Form

Contact's Annual Meeting will be held at The Grand Space, Rydges Wellington, 75 Featherston Street, Wellington, New Zealand or online at www.virtualmeeting.co.nz/cen23 on Wednesday 15 November 2023, commencing at 9.30am.

A live recording of the annual meeting will also be broadcast on Contact's website contact.co.nz/shareholder-meeting.

ENDS



Notice of Annual Shareholder Meeting 2023

Wednesday, 15 November 2023, 9.30am (NZ time)





Dear Shareholder

Contact Energy Limited (“Contact”) invites you to join us at our Annual Meeting of Shareholders at:

The Grand Space
Rydges Wellington
75 Featherston Street
Wellington

or online at

www.virtualmeeting.co.nz/cen23

Wednesday 15 November 2023,
commencing at 9.30am (NZ time)

Business

A. Chair's address

B. Chief Executive's address

C. Resolutions

To consider and, if thought fit, to pass the following ordinary resolutions:

Resolution 1 – Re-election of Rob McDonald

That of Rob McDonald be re-elected as a director of Contact.

Resolution 2 – Re-election of Rukumoana Schaafhausen

That Rukumoana Schaafhausen be re-elected as a director of Contact.

Resolution 3 – Re-election of David Smol

That David Smol be re-elected as a director of Contact.

Resolution 4 – Auditor's Remuneration

That the directors be authorised to fix the fees and expenses of the auditor.

D. Other Business and Shareholder Questions

To consider any other matter raised by a shareholder at the meeting.

On behalf of the Board of Directors



Robert McDonald

Chair

17 OCTOBER 2023

Procedural Notes

Voting

Voting entitlements for the meeting will be determined at 9.30 am on Monday, 13 November 2023 based on registered shareholdings at that time. Voting on all resolutions put before the meeting will be by poll.

Each of the resolutions is to be considered as a separate ordinary resolution. To be passed, each of these resolutions requires the approval of a simple majority (more than 50%) of the votes of those shareholders entitled to vote and voting.

Proxies and corporate representatives

Shareholders entitled to attend and vote at the meeting may appoint a proxy to attend and vote on their behalf. A proxy need not be a shareholder of Contact. Any corporation that is a shareholder of Contact may appoint a person as its representative to attend the meeting and vote on its behalf in the same manner as that in which it could appoint a proxy.

Proxy appointment

A proxy form accompanies this notice of meeting. Proxy forms must be received at the office of Contact's share registry, Link Market Services, by **9.30am on Monday, 13 November 2023**. Any proxy form received after that time will not be valid for the meeting.

You can lodge your proxy online by going to **vote.linkmarketservices.com/CEN** or by scanning the QR code on the proxy form with your smartphone.

If you complete the proxy form in full but do not name a person as your proxy or your proxy does not attend the meeting, the Chair of the Meeting will act as your proxy and vote in accordance with your express direction.

Virtual annual meeting

Shareholder and proxy holders entitled to attend and vote at the meeting will be able to attend the meeting in person, or participate in the meeting virtually via an online platform provided by Contact's share registrar, Link Market Services at www.virtualmeeting.co.nz/cen23

Shareholders attending and participating in the meeting virtually via the online platform will be able to vote and ask questions during the meeting. More information regarding virtual attendance at the meeting is available at <https://bcast.linkinvestorservices.co.nz/generic/docs/OnlinePortalGuide.pdf>

Explanatory Notes

Resolutions 1, 2 and 3 – Re-election of Rob McDonald, Rukumoana Schaafhausen and David Smol

Under the NZX Listing Rules, a Contact director must not hold office (without re-election) past the third annual meeting following the director's appointment or 3 years, whichever is longer. Accordingly, Rob McDonald is retiring by rotation at the meeting and is seeking re-election.

Rukumoana Schaafhausen and David Smol are both due to retire by rotation at the 2024 annual meeting, along with several other directors. Rukumoana and David are standing for re-election early to balance the number of directors standing for re-election at the same time.

Rob, Rukumoana and David are Independent Directors (as determined by the Board using the definition in the NZX Listing Rules) and stand for re-election with the unanimous support of the Board.

Resolution 4 – Auditor's fees

Ernst & Young (EY) is automatically reappointed as auditor under section 207T of the Companies Act 1993 (the "Act"). The proposed resolution is to authorise the Board, under section 207S of the Act, to fix the fees and expenses of the auditor.



Rob McDonald

Independent Non-Executive Chair

APPOINTED DIRECTOR 12 NOVEMBER 2015, LAST ELECTED
2020 ANNUAL MEETING

MEMBER OF THE PEOPLE COMMITTEE

Rob's finance career spans over 30 years, having worked overseas before joining Coopers and Lybrand in the corporate advisory and valuations practice in 1985. He is a director of Fletcher Building Limited, Chartered Accountants Australia and New Zealand and was formerly the chief financial officer with Air New Zealand. He is a former board member of the Institute of Finance Professionals New Zealand Inc., and AIA Limited; and the former vice chairman of the IATA Financial Committee. Rob has a Bachelor of Commerce from Auckland University and in 1999 completed the Program of Management Development at Harvard Business School. He is a Fellow of Chartered Accountants Australia and New Zealand.



Rukumoana Schaafhausen

Independent Non-Executive Director

APPOINTED DIRECTOR 1 MARCH 2021, LAST ELECTED 2021 ANNUAL MEETING

MEMBER OF THE AUDIT AND RISK COMMITTEE AND HEALTH, SAFETY AND ENVIRONMENT COMMITTEE

Rukumoana Schaafhausen is of Ngāti Haua descent and is based in Auckland.

She was recently the Chair of Waikato-Tainui and is currently serving across a number of Iwi, community, private and public organisations in governance roles including Water Governance Board, AgResearch, Miro Berries, Tindall Foundation, and The Princes Trust. Previously, she was a director at Genesis Energy and has received the Sir Peter Blake Award and the US embassy Wahine Toa Award for Leadership. Rukumoana is a commercial and property lawyer and holds a Bachelor's in Law.



David Smol

Independent Non-Executive Director

APPOINTED DIRECTOR 1 OCTOBER 2018, LAST ELECTED
2021 ANNUAL MEETING

MEMBER OF THE HEALTH, SAFETY AND ENVIRONMENT COMMITTEE

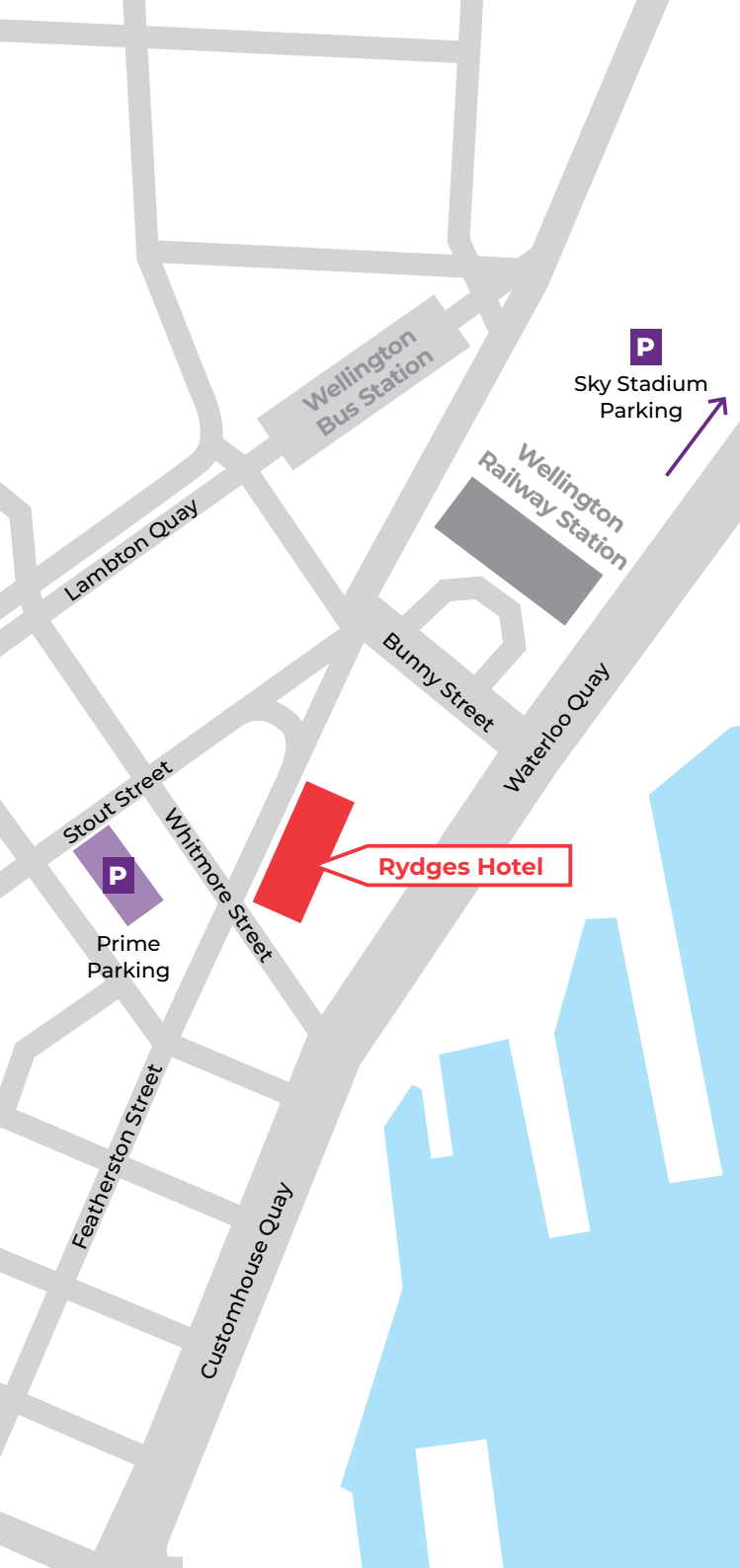
David has over thirty-five years of work experience, including in the energy sector in the UK and New Zealand, for Conoco UK Limited, Electricity Corporation and ILEX Energy Consulting. He was part of the Contact Energy establishment team in 1995–1996 and a member of the team that developed the rules for the New Zealand electricity market. In 2008 David was appointed as chief executive of Ministry of Economic Development and, from 2012–2017 was the inaugural chief executive of the Ministry of Business, Innovation and Employment (MBIE), following the merger of four government departments. David is currently Chair of GNS Science and a board member of The Co-operative Bank Limited and Waka Kotahi. David has an M-Phil in economics from Cambridge University and was made a Companion of the Queen's Service Order in 2018.



Venue Location

The Grand Space
Rydges Wellington
75 Featherston Street
Wellington
Commencing at 9.30am.

- The Rydges Wellington is a short-walking distance to the Wellington Railway Station and public bus services on Lambton Quay
- There are also two paid parking options nearby:
 - › Prime Parking on Stout Street
 - › Sky Stadium
- To access the Grand Space from the hotel reception, take the lift or stairs to level 2.



Wellington
Bus Station

P

Sky Stadium
Parking

Wellington
Railway Station

Lambton Quay

Bunny Street

Waterloo Quay

Stout Street

P

Prime
Parking

Whitmore Street

Rydges Hotel

Featherston Street

Customhouse Quay

How to virtually attend the Annual Shareholder Meeting

- Go to **www.virtualmeeting.co.nz/cen23**
- Login to the portal using your full name, mobile number and email address
- To register to vote, click on the “get a voting card” box at the top of the webpage, then enter your:
 - › shareholder number; or
 - › proxy number (if you are an appointed proxy, a proxy number will be sent to you)
- To ask a question, click on the “ask a question” box and follow the instructions on screen. You must register to vote before you can ask a question.

For more detailed instructions on how to attend the Annual Shareholder Meeting, see **<https://bcast.linkinvestorservices.co.nz/generic/docs/OnlinePortalGuide.pdf>**

If attending virtually, we recommend you commence the login process at least 15 minutes before the meeting is due to begin.





Contact Energy Limited

Lodge your proxy

ONLINE

vote.linkmarketservices.com/CEN

SCAN & EMAIL

meetings@linkmarketservices.com

Please use "Contact Proxy Form" as the subject for easy identification

MAIL

Link Market Services Limited
PO Box 91976
Victoria Street West
Auckland 1142

DELIVER

Link Market Services Limited
Level 30, PWC Tower
15 Customs Street West
Auckland 1010

Scan this QR code with your
smartphone and lodge your
proxy online

GENERAL ENQUIRIES

+64 9 375 5998 | enquiries@linkmarketservices.com

Proxy form for Contact's 2023 Annual Shareholder Meeting

The annual meeting of shareholders of Contact Energy Limited (Contact) will be held on Wednesday 15 November 2023 at 9.30am at the Grand Space, Rydges Wellington, 75 Featherston Street, Wellington, New Zealand. Shareholders also have the option to attend virtually.

ATTENDING THE MEETING

If you plan to attend the annual meeting in person, please bring this Admission Card/Proxy Form intact as the barcode will assist in your registration.

If you plan to attend the annual meeting virtually, you can join via an online platform provided by Contact's share registry at www.virtualmeeting.co.nz/cen23 and will be able to vote and ask questions during the meeting. Please note, you will require your CSN/Holder Number for verification purposes.

PROXY APPOINTMENT

1. If you do not plan to attend the meeting and wish to be represented by proxy or wish to appoint a corporate representative, please complete and return this Proxy Form, in accordance with the lodgment instructions above, to Contact's share registry, Link Market Services, or lodge your proxy online at vote.linkmarketservices.com/CEN by no later than 9.30am on Monday 13 November 2023.
2. Any corporation that is a shareholder of Contact may appoint a person as its representative to attend the meeting and vote on its behalf, in the same manner as that in which it could appoint a proxy.
3. If you appoint a proxy you must either direct the proxy how to vote by ticking the "For", "Against" or "Abstain" box in respect of each resolution OR by ticking the "Proxy Discretion" box in respect of each resolution. A shareholder can direct the proxy holder in respect of one or more resolutions and give the proxy holder discretion in respect of other resolutions. If a shareholder does not tick any boxes in respect of a resolution then the vote will be invalid.

4. The Chair of the Meeting or any Director is willing to act as proxy for any shareholder who appoints him/her for that purpose. If you tick the "Proxy Discretion" box for a particular resolution, your proxy will decide how to vote that resolution. However, if your proxy is precluded from voting (for example, because he or she has an interest in the outcome of the resolution), then they will not be able to vote on the resolution on your behalf. The Chair and Directors intend to vote all discretionary proxies in favour of resolutions 1 to 4, except that the Directors standing for election will abstain from voting discretionary proxies in respect of their own appointment.
5. If you complete the proxy form in full but do not name a person as your proxy or your proxy does not attend the meeting, the Chair of the Meeting will act as your proxy and vote in accordance with your express direction.

SIGNING INSTRUCTIONS FOR PROXY FORM

6. This Proxy Form must be signed by the shareholder or his/her/its attorney duly authorised in writing.
7. If you are joint holders of shares, this Proxy Form may be signed by either, or on behalf of, the joint shareholders (or their duly authorised attorney).
8. If the shareholder is a company, this Proxy Form must be signed on behalf of the company by a person acting under the company's express or implied authority.
9. If this Proxy Form has been signed under a power of attorney (POA), a copy of the POA (unless already noted by Contact or its registry) and a signed certificate of non-revocation of the POA must be produced to Contact with this form.
10. If you have any questions about appointing your proxy, please call Link Market Services Investor Helpline between 8.30am and 5.00pm (New Zealand time) on +64-9-375 5998 or email meetings@linkmarketservices.com

Go online to vote.linkmarketservices.com/CEN to lodge your proxy or please **TURN OVER** to complete the Proxy Form.

Proxy/Corporate Representative Appointment

STEP 1: APPOINT A PROXY*

I/WE BEING A SHAREHOLDER(S) OF CONTACT ENERGY LIMITED
(CONTACT) AND ENTITLED TO ATTEND AND VOTE HEREBY APPOINT:

OR FAILING HIM/HER:

FULL NAME

FULL NAME

EMAIL

EMAIL

as my/our proxy to vote for me/us on my/our behalf at the annual meeting of shareholders of Contact to be held at 9.30am on Wednesday 15 November 2023, and at any adjournment of that annual meeting, and to vote as my/our proxy thinks fit on any resolutions to amend any of the resolutions, or any resolution so amended and on any other resolution proposed at the annual meeting, or any adjournment thereof, so as to give effect to my/our intention as set out below where possible. In the event I/we have not expressed any intention or the intention is unclear, in my/our proxy's sole opinion, my/our direction is to abstain. A proxy need not be a shareholder of Contact. If you wish, you may appoint as your proxy 'The Chair of the Meeting'.

* A reference to a proxy includes a corporate representative.

STEP 2: RESOLUTIONS – PROXY VOTING INSTRUCTIONS

Please tick (✓) in box to record your vote

ORDINARY RESOLUTIONS

1. That Rob McDonald be re-elected as a director of Contact.
2. That Rukumoana Schaafhausen be re-elected as a director of Contact.
3. That David Smol be re-elected as a director of Contact.
4. That the directors be authorised to fix the fees and expenses of the auditor.

FOR

AGAINST

ABSTAIN

PROXY
DISCRETION

☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐

PLEASE NOTE: For each resolution you must tick (✓) one box. If you tick the "Abstain" box for a particular resolution, you are directing your proxy NOT to vote on that resolution. Your vote will not be counted when calculating the majority for that resolution. If you tick the "Proxy Discretion" box for a particular resolution, you are directing your proxy to decide how to vote on that resolution.

STEP 3: SIGNATURE OF SHAREHOLDER(S)

SHAREHOLDER 1

SHAREHOLDER 2

SHAREHOLDER 3

OR A DULY AUTHORISED OFFICER
OR ATTORNEY

OR A DULY AUTHORISED OFFICER
OR ATTORNEY

OR A DULY AUTHORISED OFFICER
OR ATTORNEY

Day time telephone: _____ signed this _____ day of _____ 2023

ELECTRONIC INVESTOR COMMUNICATIONS

If you received the Notice of Meeting and Proxy Form by mail and wish to receive your future investor communications by email please provide your email address below:
