



AIR NEW ZEALAND 

# Notice of Annual Meeting

2017

**ASB Waterfront Theatre**

138 Halsey Street  
Auckland  
Commencing at 2:00pm  
Thursday 28 September 2017



A STAR ALLIANCE MEMBER



20  
YEARS





# NOTICE OF MEETING

Notice is given that the Annual Meeting of Air New Zealand Limited (the "Company") will be held at:

**ASB Waterfront Theatre, 138 Halsey Street, Auckland  
on Thursday 28 September 2017, commencing at 2:00pm.**

\*For map please see page 7.

## **Business**

### **Chairman's Address**

### **Chief Executive Officer's Review**

#### **Item 1: TO RE-ELECT Linda Jenkinson**

In accordance with Clause 24.10 of the Constitution, Linda Jenkinson retires by rotation and, being eligible, stands for re-election.

(See Explanatory Notes for profile)

#### **Item 2: TO ELECT Sir John Key**

Sir John Key was appointed to the Board as a director on 1 September 2017 and in accordance with Clause 24.8 of the Constitution, retires and stands for election.

(See Explanatory Notes for profile)

By Order of the Board

A handwritten signature in black ink, appearing to read 'K. Clayton'.

### **Karen Clayton**

General Counsel and Company Secretary

Auckland, New Zealand

30 August 2017

# PROCEDURAL NOTES

## Persons entitled to vote

The persons who will be entitled to vote at the Meeting are those persons (or their proxies or representatives) registered as holding Ordinary Shares (other than the Kiwi Share) on Air New Zealand's share register at 5:00pm on Tuesday 26 September 2017.

## Proxies and Corporate Representatives

Shareholders entitled to attend and vote at the Meeting may appoint a proxy or (in the case of a corporate shareholder) representative to attend and vote on their behalf. A proxy need not be a shareholder of the Company. You may, if you wish, appoint 'The Chairman of the Meeting' as your proxy by filling in the proxy form to that effect. A Proxy and Postal Voting form, with which you can appoint a proxy, is enclosed with this Notice of Meeting.

For the first time this year shareholders attending the Annual Meeting will be able to vote using an app on their smartphones in addition to voting by ballot. Details of how you can do this will be provided at the Annual Meeting.

## Postal voting

Shareholders entitled to attend and vote at the Meeting may cast a Postal Vote instead of attending in person or appointing a Proxy to attend. The General Counsel and Company Secretary has been authorised by the Board to receive and count postal votes at the Meeting. A Proxy and Postal Voting form, with which you can cast a postal vote, is enclosed with this Notice of Meeting.

Proxy and Postal Voting forms must be received at the office of the Company's share registrar, Link Market Services Limited, by 2:00pm on Tuesday 26 September 2017. Please see the front page of the Proxy/Postal Voting form on how to return your proxy or postal vote.

## Online proxy and postal voting

Shareholders can elect to lodge their proxy appointment or postal vote online. You will need to go to the website of our share registrar, Link Market Services: **[vote.linkmarketservices.com/AIR](http://vote.linkmarketservices.com/AIR)**

Holders on the New Zealand register will be required to enter their CSN/Holder number and FIN and follow the instructions from there.

Holders on the Australian register will be required to enter their Holder number and postcode and follow the instructions from there.



# PROCEDURAL NOTES (CONTINUED)

## Ordinary resolutions

Each resolution is to be considered as a separate ordinary resolution. To be passed, each of these resolutions requires the approval of a simple majority of the votes cast by the holders of the Ordinary Shares entitled to vote and voting.

## Virtual Annual Meeting

Shareholders 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 Air New Zealand's share registrar, Link Market Services at [airnewzealand.co.nz/annual-meeting](http://airnewzealand.co.nz/annual-meeting).

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 in the Virtual Annual Meeting Online Portal Guide available on our website ([airnewzealand.co.nz/annual-meeting](http://airnewzealand.co.nz/annual-meeting)).

## Shareholder questions prior to the Meeting

Shareholders present at the Annual Meeting will have the opportunity to ask questions during the meeting. If you cannot attend the Annual Meeting but would like to ask a question you can submit a question by completing the Question section on the Proxy / Postal Voting Form and returning to Link Market Services in the reply paid envelope enclosed, or online by going to: [vote.linkmarketservices.com/AIR](http://vote.linkmarketservices.com/AIR). After completing the online validation process choose 'Questions'. Questions will need to be submitted by 2:00pm on Tuesday 26 September 2017.

The Company's External Auditor, Deloitte will be available at our Annual Shareholder Meeting to answer questions from Shareholders relevant to the External Audit.

# EXPLANATORY NOTES

## Election of Directors (items 1 and 2)

The Constitution requires that one third of the directors (or the number nearest to one-third) must retire by rotation at each annual meeting.

The Board has determined that both directors seeking re-election are Independent Directors as defined in the NZX Main Board Listing Rules.

### **Item 1: RE-ELECTION OF Linda Jenkinson**

**Linda Jenkinson** MBA, BBS

Appointed 1 June 2014.

Last elected 30 September 2014.



Ms Jenkinson was the Co-Founder of John Paul Inc., a United Kingdom based global concierge services and digital solutions company that services some of the world's leading customer facing businesses.

Ms Jenkinson is currently director and secretary of Massey University US Foundation and a Trustee of the Massey University Foundation in New Zealand. Ms Jenkinson is also a Director of Guild Group Holdings Ltd.

Ms Jenkinson holds a Master of Business Administration from The Wharton School, University of Pennsylvania and a Bachelor of Business Studies from Massey University.

In 2016, Ms Jenkinson was named a World Class New Zealander by Kea and was named as one of the most influential women in the Bay Area for 2014 by the San Francisco Business Times. In 2014 Ms Jenkinson was a recipient of Massey University's Sir Geoffrey Peren Award, which recognises a graduate who has reached the highest level of achievement or who has been of significant service to the University, community or nation.



# EXPLANATORY NOTES (CONTINUED)

## Item 2: ELECTION OF Sir John Key

### Sir John Key

Appointed 1 September 2017.



Rt Hon Sir John Key, 38th Prime Minister of New Zealand (2008 – 2016).

Sir John was Prime Minister of New Zealand from 2008 to 2016, winning three general elections as leader of the centre-right National Party. He led the country through the aftermath of the global financial crisis and a series of devastating earthquakes in New Zealand's second-biggest city. When he retired from office, New Zealand had one of the highest growth rates and best fiscal positions of any advanced economy.

Sir John was well respected in international affairs and chaired the International Democrat Union and the United Nations Security Council in 2016. Among his portfolios he was Minister for Tourism and has a strong interest in the best that New Zealand has to offer both local and international tourists. He was the instigator of the great New Zealand Cycle Trail.

Since retiring from politics Sir John has been an ambassador for philanthropic Japanese billionaire Dr Haruhisa Handa, his International Sports Promotion Society (ISPS HANDA) and other agencies. He also has a keen passion for golf.

Sir John worked in investment banking for 20 years primarily for Bankers Trust in New Zealand and Merrill Lynch in Singapore London and Sydney. Sir John's positions included heading Merrill Lynch's global foreign exchange business along with responsibility for European derivative trading and e-commerce.

He was a member of the Foreign Exchange Committee of the Federal Reserve Bank of New York (1999 – 2001).

# STATUTORY NOTICES

## Electronic Annual Reports

(Notice under Section 209C of the Companies Act).

Air New Zealand wants to ensure that our shareholders receive useful and interesting information. Our Annual and Interim Shareholder Reviews bring you the key financial information and keep you up to date with major developments in the Company.

Our Annual Shareholder Review and Annual Financial Report (which together comprise the Annual Report) and, when available in March, our Interim Report are available on our website **airnzinvestor.com** any time you want to view or download them.

Annual Reports for all future accounting periods, and Interim Reports, will similarly be made publicly and freely available on that site as they are published.

We will send a detailed annual report including the full financial statements to those Shareholders who specifically ask us to. At your request this may be sent as a traditional printed copy to your postal address, or e-mailed to you. There is no cost to you for this, but to take advantage of this you need to write to Link Market Services Limited and advise them of your requirements. Remember to include your name, postal or email address and shareholder number, and indicate whether you want a printed copy or electronic version.

You may at any time request a free copy, in hard copy or electronic form, of the most recent and future Annual Reports and Interim Reports to be sent to you.

### **Address to request a copy:**

Link Market Services Limited  
PO Box 91976  
Auckland 1142  
New Zealand

Or fax request to: **+64 9 375 5990**

Or email: **operations@linkmarketservices.com**





# LOCATION MAP







