

Stock exchange listings: New Zealand (NZX: AIR) / Australia (ASX: AIZ) / ADR (OTC : ANZLY)

MARKET ANNOUNCEMENT

28 September 2021

Air New Zealand 2021 Notice of Annual Meeting

Air New Zealand shareholders are invited to join Air New Zealand's Annual Shareholders' Meeting 2021 which will be held as a virtual-only meeting on Thursday 28 October 2021 at 1.00pm. A physical meeting will not be held due to continued uncertainty about applicable restrictions on gatherings through October.

The Notice of Meeting and Voting Form are attached. An electronic copy of these documents is available on the company's website: <https://www.airnewzealand.co.nz/annual-meeting>.

The Notice of Meeting and Voting Form are being emailed to shareholders who have provided the company's share registrar with an email address and will be mailed in hard copy where the share registrar does not hold a shareholder's email address.

Guidance on meeting participation is included in the Notice of Meeting. Shareholders will also be able to access the meeting link and Portal Guide from the Company's website, <https://www.airnewzealand.co.nz/annual-meeting>.

Shareholders joining via the online platform will be able to vote and ask questions during the meeting. You will require your shareholder number (found on your proxy form) for verification purposes. Questions can be submitted in advance of the meeting using the proxy form, or during the meeting by asking questions via the online platform. The Chairman will answer as many of the most frequently asked questions as possible during the meeting.

Shareholders can also appoint a proxy and direct their votes in advance of the meeting. Please see the Notice of Meeting for instructions.

Ends.

Jennifer Page
General Counsel & Company Secretary
jennifer.page@airnz.co.nz

For investor relations questions, please contact:
Leila Peters
General Manager, Corporate Finance
leila.peters@airnz.co.nz
+64 21 743 057

Air New Zealand postal address: Private Bag 92007, Auckland, 1142, New Zealand
Investor Relations email: investor@airnz.co.nz
Investor website: www.airnewzealand.co.nz/investor

28 September 2021

Kia Ora Shareholder

Online Annual Meeting

I am pleased to invite you to attend our Annual Meeting on 28 October 2021. This meeting is your chance to hear first-hand from our Board and senior executives and to ask questions about the business you have invested in.

In addition to the important task of electing directors, as shareholders you will have the opportunity to hear us discuss the events of the past year as well as plans for the ongoing recovery and strategy of the business. Details are more fully set out in the Notice of Meeting.

Although we hoped to be able to run a physical component to the meeting this year, the current uncertainty over the nature or size of gatherings that will be possible in Auckland through October means our Annual Meeting will again be a virtual-only event.

All our shareholders, regardless of location, can participate in the Annual Meeting online at **airnewzealand.co.nz/annual-meeting**. At this site you will also find meeting materials, including guides for online attendance and smartphone voting options. You will be able to hear and view the meeting on your own computer or mobile device, vote on resolutions and ask questions.

Thank you for your continued support of Air New Zealand.

Ngā mihi nui




Dame Therese Walsh

Chairman

Air New Zealand

AIR NEW ZEALAND 

ZK-NEM

A STAR ALLIANCE MEMBER 

2021 NOTICE OF ANNUAL MEETING

Commencing at:

1:00pm, Thursday 28 October 2021



Notice of meeting

Notice is given that the Annual Meeting of Air New Zealand Limited (the “Company”) will be held on Thursday 28 October 2021 commencing at 1:00pm.

This will be a virtual only meeting.

Business

- **Chairman’s Address**
- **Chief Executive Officer’s Review**

Resolution 1: **To elect Claudia Batten**

Claudia Batten has been nominated and is eligible for election (see Explanatory Notes for profile)

Resolution 2: **To elect Alison Gerry**

Alison Gerry has been nominated and is eligible for election (see Explanatory Notes for profile)

Resolution 3: **To elect Paul Goulter**

Paul Goulter has been nominated and is eligible for election (see Explanatory Notes for profile)

- **Shareholder Questions**

A handwritten signature in black ink that reads "Jennifer Page".

Jennifer Page

General Counsel & Company Secretary
Auckland, New Zealand
28 September 2021



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 October 2021. Voting will be by way of poll.

There are no restrictions on any shareholder or group of shareholders to prevent them from exercising their vote on any of the resolutions being considered at the meeting.

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 / Postal Voting Form, with which you can appoint a proxy, is enclosed with this Notice of Meeting. The Chairman will vote according to your instructions. If the Chairman is not instructed how to vote, she will vote in favour of all resolutions.

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 & Company Secretary has been authorised by the Board to receive and count postal votes at the Meeting. **A Proxy / Postal Voting Form**, with which you can cast a postal vote, is enclosed with this Notice of Meeting.

Return of Proxy / Postal Voting Forms

Proxy / Postal Voting Forms must be received at the office of the Company's share registrar, Link Market Services Limited, by 1:00pm on Tuesday 26 October 2021. Please see the front page of the **Proxy / Postal Voting Form** on how to return your proxy or postal vote.

Procedural Notes (continued)

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**

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.

Ordinary resolutions

Each of resolutions 1-3 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 not be able to attend the Meeting in person.

Participation in the Meeting will be virtual only, via an online platform provided by Air New Zealand's share registrar, Link Market Services at **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**).

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 it to Link Market Services in the reply paid envelope enclosed, or online by going to: **vote.linkmarketservices.com/AIR**. After completing the online validation process choose 'Questions'. Questions will need to be submitted by 1:00pm on Tuesday 26 October 2021.

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

Three Directors, Jan Dawson, Rob Jager and Linda Jenkinson, are retiring from the Board at the conclusion of the Annual Meeting and not seeking re-election. Up to three positions on the Board are available to be filled.

The Board has received nominations as below and has determined that upon election each nominee would be an Independent Director as defined in the NZX Listing Rules.

Election of Directors Resolution 1

Resolution 1:

Election of: **Claudia Batten**

LLB(Hons), BCA



Claudia Batten is the Chair of Serko, a director at Vista Group New Zealand and the digital advisor to the Westpac New Zealand board.

Claudia has recently returned to New Zealand after living in the US and will bring her global experience, customer focus and skills in technology and innovation to the board. Claudia had success as a digital entrepreneur in the US as a co-founder of two technology ventures.

Explanatory Notes (continued)

Election of Directors Resolution 2

Resolution 2:

Election of: **Alison Gerry**

BMS (Hons), MAppFin



Alison Gerry is currently a director at ANZ Bank New Zealand, Infratil Limited, is the founding Chair of Sharesies and is a director at Suncorp New Zealand. She has extensive experience in governance, capital management and audit and risk with those companies and via previous directorships at Spark, TVNZ, Kiwibank and Queenstown and Wellington Airports.

Election of Directors Resolution 3

Resolution 3:

Election of: **Paul Goulter**

LLB, MA (Hons), BA



Paul Goulter is the National Secretary of NZEI Te Riu Roa (New Zealand's largest education union) and a director of the Co-operative Bank. Paul has over 40 years' experience with unions in New Zealand and in Australia, including a period as Secretary of the New Zealand Council for Trade Unions and as General Secretary of Finsec (the financial sector union).



Lodge your Proxy / Postal vote

- Online:** vote.linkmarketservices.com/AIR
- Email:** meetings@linkmarketservices.com
(Please use 'AirNZ Proxy Form' as the subject for easy identification)
- Mail:** (in New Zealand):
Use the enclosed reply paid envelope

(outside New Zealand):
Use a pre-addressed envelope and affix the postage required or address to:
Link Market Services PO Box 91976,
Auckland 1142, New Zealand
- By hand:** Link Market Services Limited
Level 30, PwC Tower
15 Customs Street West, Auckland 1010
New Zealand
- General enquiries:**

+64 9 375 5998 or email:
enquiries@linkmarketservices.com

Air New Zealand Limited Annual Meeting Proxy or Postal Voting Form

The Air New Zealand Annual Meeting will be held on Thursday 28 October 2021, commencing at 1:00pm.

Attending the Meeting

1. If you propose not to attend the meeting but wish to vote by postal vote or appoint a proxy, please complete and post this form or complete either process online. Please do not appoint a proxy if you are voting by Postal Vote. Please read the instructions overleaf before completing this form.
2. The persons who will be entitled to vote at the Meeting are those persons (or their proxies or representatives) registered as holding Ordinary Shares on Air New Zealand's share register at 5:00pm on Tuesday 26 October 2021.
3. Shareholders who appoint a proxy to vote on their behalf can still participate in the Meeting virtually via the online platform, although those shareholders will be unable to vote if a proxy is so appointed.
4. There are no restrictions on any shareholder or group of shareholders to prevent them from exercising their vote on any of the resolutions being considered at the meeting.

Postal Vote

5. As a shareholder entitled to vote at the Annual Meeting you are entitled to vote by postal vote. The General Counsel & Company Secretary has been authorised by the Board to receive and count postal votes at the Meeting.

6. You can cast your postal vote online in accordance with the instructions above.
7. If you return your postal vote without indicating on any resolution how you wish to vote, you will be deemed to have abstained from voting on that resolution.
8. If you complete the postal vote section and also appoint a proxy your postal vote will take priority over your proxy appointment.

Proxy Appointment

9. A shareholder entitled to attend and vote at the Annual Meeting is entitled to appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead of him/her. A proxy or representative need not also be a shareholder. A proxy appointment may be delivered or completed online as detailed above.
10. If this Proxy has been signed under a power of attorney, a copy of the power of attorney and a signed certificate of non-revocation of the power of attorney must be produced with this Proxy (this cannot be done online).
11. If you wish, you may appoint the Chairman of the Meeting as your proxy. To do so, please write 'Chairman of the Meeting' in the box marked 'full name of proxy'. The Chairman will vote according to your instructions. If the Chairman is not instructed how to vote she will vote in favour of all resolutions.

12. If you return this form without directing the proxy how to vote on any particular resolution, you will be deemed to have given your proxy discretion as to whether and how to vote on that resolution.

General

13. For your postal vote or proxy appointment to be valid you must return this form completed and signed to be received by our share registrar, Link Market Services, no later than 1:00pm on Tuesday 26 October 2021. Instructions on how to return this form, or how to vote online are noted in the section above.

If you have any questions regarding your voting please call Link Market Services Investor Helpline between 8:00am and 5:30pm on: **+64 9 375 5998**

Go online to vote.linkmarketservices.com/AIR to vote, appoint a proxy, give directions to your proxy.

OR, turn over to complete the form.

Postal Voting Form (To use if you will not attend the meeting and are not submitting your postal vote online)

I wish to vote by postal vote (please tick the box). My voting intentions are indicated in the resolutions section below.

Appointment of a Proxy (For use if you will not attend the meeting but wish someone to represent you and vote on your behalf at the meeting)

I/We the above named shareholder/shareholders of
Air New Zealand Limited hereby appoint:

of

(full name of proxy)

(email)

Or failing that person

of

(full name of proxy)

(email)

as my/our proxy to vote for me/us on my/our behalf as directed below and on any other matter to be put to the Annual Shareholder Meeting of Air New Zealand Limited to be held on **Thursday 28 October 2021 at 1:00pm** and at any adjournment or postponement thereof.

RESOLUTIONS (for postal and proxy voting). Tick only ONE box in respect of each resolution.

Cast a Postal Vote, or instruct a proxy to vote, by placing a tick (✓) in the relevant box. If you have appointed a proxy and want him/her to decide how to vote on the resolution, please mark the box 'Proxy's Discretion'

Proxy's discretion is not applicable in the case of a postal vote.

	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION
1. To elect Claudia Batten	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To elect Alison Gerry	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To elect Paul Goulter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SHAREHOLDER QUESTIONS

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 filling in the section below and returning to Link Market Services in the reply paid envelope enclosed. Alternatively you may go online to: vote.linkmarketservices.com/AIR. After completing the online validations process choose 'Questions'. Questions will need to be submitted by 1:00pm Tuesday 26 October 2021.

Question:

SIGNATURE OF SHAREHOLDER(S) This section **must** be completed.

Security Holder 1:

Security Holder 2:

Security Holder 3:

Contact name:

Daytime telephone:

Date:

ELECTRONIC INVESTOR COMMUNICATION

If you received the Notice of Meeting and Proxy **by mail** and you would like to receive your future communications **by email** please provide your email address below:

Email address for future communications: