



precinct™

# Notice of Meeting

ANNUAL MEETING  
OF SHAREHOLDERS 2022

# Notice of Meeting.

Precinct Properties New Zealand Limited  
(the "Company")



## Date

Thursday 3 November 2022

## Time

11:30 am

## Venue

Toroa Meeting Suite, Generator,  
Commercial Bay, PwC Tower,  
Level 2, 15 Customs Street West,  
Auckland. **Or online at**

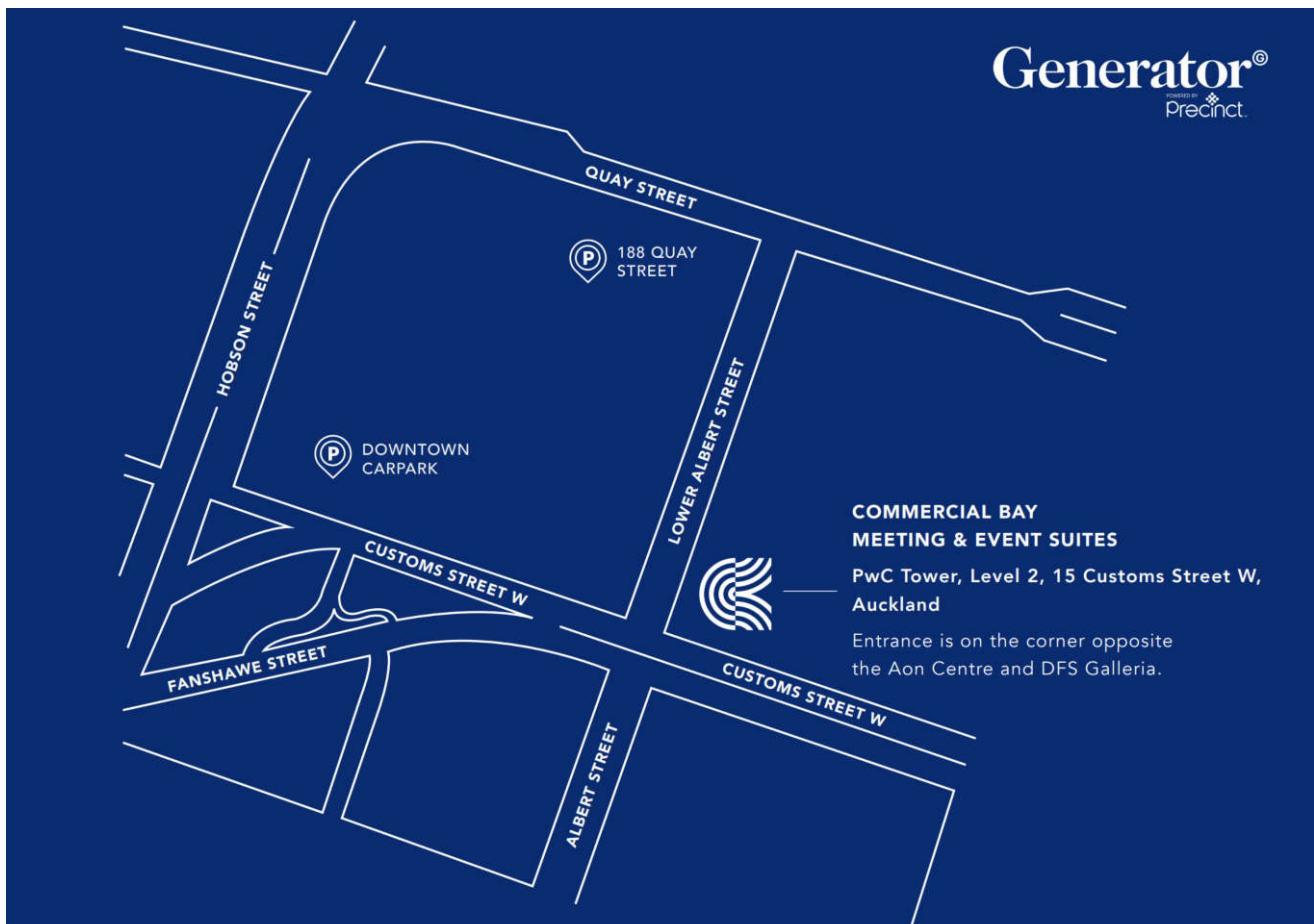
<https://meetnow.global/nz>

## Agenda

- Chair's address to shareholders.
- CEO's address to shareholders.
- Shareholder questions and discussion.
- To consider, and if thought appropriate, pass the following **ordinary** resolutions:
  1. That Anne Urlwin be re-elected as a director. See explanatory note 1.
  2. That the directors be authorised to fix the remuneration of Ernst & Young as auditor for the ensuing year. See explanatory note 2.
- Other business: To consider any other matter that may properly be brought before the meeting.

## Important Dates

- **Record date for voting entitlements**
  - 5.00pm, Friday 28 October 2022 (NZDT)
- **Latest time for receipt of Proxy Forms**
  - 11.30am, Tuesday 1 November 2022 (NZDT)
- **Annual Meeting**
  - 11.30am, Thursday 3 November 2022 (NZDT)



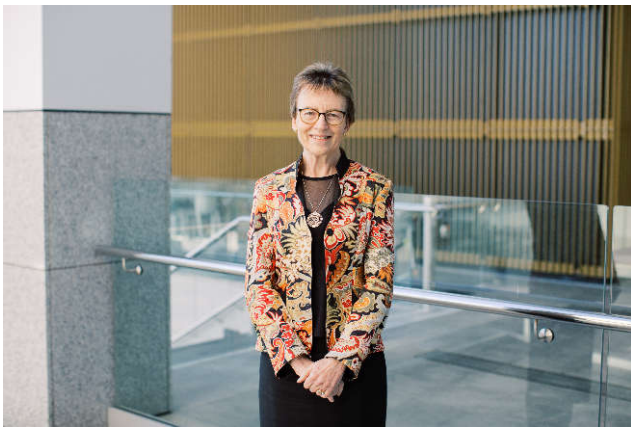
# Explanatory Notes.

## 1. Re-Election of Director

### Re-Election of Anne Urlwin

Under NZX Listing Rule 2.7.1, a Director must not hold office (without re-election) past the third annual meeting following the Director's appointment or three years, whichever is the longer.

This year, Anne Urlwin retires in accordance with this rule and, being eligible, stands for re-election by shareholders. Ms Urlwin stands for re-election with the support of the Board and is considered by the Board to be an Independent Director.



Anne Urlwin  
BCom, FCA, CFInstD, MAICD, ACIS, FNZIM  
Director, Independent

### Term of office

First appointed on 16 September 2019 and last elected by shareholders in November 2019.

### Board Committees

- Audit and Risk Committee (Chair)
- People & Performance Committee

### Background

Anne is a professional director with experience in a range of sectors including construction, infrastructure, telecommunications, renewable energy, health and financial services.

She is a director of Summerset Group Holdings Limited, Queenstown Airport Corporation Limited, City Rail Link Limited, Ventia Services Group Limited and Vector Limited.

Anne is a chartered accountant and is a former Chair of national commercial construction group Naylor Love and of the New Zealand Blood Service, and a former director of Chorus Limited and Tilt Renewables Limited.

## 2. Remuneration of the Auditor

The proposed resolution is to authorise the directors to fix the auditor's remuneration for the following year for the purposes of section 207S of the Companies Act 1993.

Section 207T of the Companies Act 1993 provides that a company's auditor is automatically reappointed unless there is a resolution or other reason for the auditor not to be reappointed.

The Company wishes Ernst & Young to continue as the Company's auditor, and Ernst & Young has indicated its willingness to continue in office. Pursuant to section 200(1) of the Companies Act 1993, Ernst & Young is automatically reappointed at the annual meeting as auditor of the company.

Section 207S of the Companies Act 1993 provides that the fees and expenses of Ernst & Young as auditor are to be fixed by the Company at the Annual Meeting or in such a manner as the Company determines at the Annual Meeting. The Board proposes that, consistent with past practice, the auditor's fees should be fixed by the directors.

## Important Information

### Transport

Public transport options are available via buses, trains and ferries to the venue. For those who are driving, parking is available in the Downtown Carpark, entry at 31 Customs Street West. From Downtown Carpark, attendees can walk directly across the air bridge through 188 Quay Street to the Commercial Bay Retail Centre. Once in the Retail Centre, travel up one level and enter level 2 of the PwC Tower. Please refer to the schedule of fees at the carpark entry. Mobility parking is available in the Downtown Carpark.

### Hybrid Meeting

As noted above, the Company has decided to host its Annual Meeting online as well as in person this year.

Our online meeting provides you the opportunity to participate online using your smartphone, tablet or computer. If you choose to attend online you will be able to view a live webcast of the meeting, ask questions and submit your votes in real time. You will need the latest version of Chrome, Safari or Edge. Please ensure your browser is compatible.

In order to participate remotely you will need to visit <https://meetnow.global/nz>.

Details of how to participate 'virtually' are included in the Virtual Meeting Guide available at [www.computershare.com/vm-guide-nz](http://www.computershare.com/vm-guide-nz). Shareholders are encouraged to review this guide prior to the Annual Meeting.

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.

### Voting

Resolutions 1 and 2 are ordinary resolutions and are required to be passed by a simple majority of the votes of those shareholders who are entitled to vote and voting on the resolution, in person or by proxy.

Voting entitlements will be determined as at 5.00pm (New Zealand time) on Friday 28 October 2022. Registered shareholders at that time will be the only persons entitled to vote and only the shares registered in those shareholders' names at that time may be voted at the meeting.

### Shareholders may cast their votes using one of the following options:

- **At the Annual Meeting:** Shareholders present at the meeting will be handed voting papers, which can be completed and handed in at the conclusion of the meeting. Alternatively, shareholders can vote online by attending the meeting virtually through the Computershare Meeting Platform <https://meetnow.global/nz>. Please refer to the Virtual Meeting Guide available at [www.computershare.com/vm-guide-nz](http://www.computershare.com/vm-guide-nz) for more information. You will need the latest version of Chrome, Safari or Edge to access the meeting. Please ensure your browser is compatible.
- **Appoint a proxy to vote:** You may appoint a proxy or corporate representative (if the shareholder is a body

corporate) to attend the Annual Meeting, to act generally at the meeting and to vote on your behalf. To do this, you should complete the enclosed Proxy/Voting Form. You may return your Proxy Form by:

- Completing the Proxy Form and either posting it or faxing it to the share registrar; or
- Completing the Proxy/Voting Form online at [www.investorvote.co.nz](http://www.investorvote.co.nz)

If, in appointing a proxy, you have inadvertently not named someone to be your proxy (either online or on the enclosed proxy form), the Chair of the meeting will be your proxy and will vote in accordance with your express direction. All completed Proxy Forms must be received by 11:30am Tuesday 1 November 2022 to be effective.

- A proxy need not be a shareholder of the Company.
- The Chair of the meeting intends to vote all discretionary proxies given to him in favour of resolutions 1 and 2.

Voting on all resolutions put before the meeting will be conducted by way of a poll only.

Yours faithfully,



Louise Rooney, Company Secretary

4 October 2022

### Questions

If you have any questions, please contact Precinct Investor Relations by telephone 0800 400 599 or by e-mail [hello@precinct.co.nz](mailto:hello@precinct.co.nz).