Auckland Airport

Notice of Annual Meeting

Notice is hereby given that the 2026 Annual Meeting of the shareholders of Auckland International Airport Limited is to be held at **Eden Park, 44 Walters Rd, Kingsland, Auckland** and online at **www.virtualmeeting.co.nz/aia26** on **Thursday, 22 October 2026** commencing at **10.00 am.**

Thursday, 22 October 2026 commencing at 10.00am

To participate online please go to www.virtualmeeting.co.nz/aia26

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 2026 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 Sean Donohue:** That Sean Donohue, 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 Julia Hoare:** That Julia Hoare, who retires and is eligible for re-election, be re-elected as director of the Company (see explanatory note); and
3. **Auditor's remuneration:** 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.

Louise Martin, Company Secretary
15 September 2026

Attending the meeting

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

Other participation methods

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, MUFG Pension & Market Services at: www.virtualmeeting.co.nz/aia26. 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 in the virtual meeting guide: https://mail.cm.mpms.mufg.com/MUFG/MUFG_VirtualMeetingGuide.pdf

Explanatory notes

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 the Chair 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, MUFG Pension & Market Services, 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.

Ordinary Resolution 1. Election of Director

Sean Donohue is standing for election as a director,

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

A brief biographical note of Sean Donohue is set out below:

Sean Donohue

Term of Office

Appointed as a director 1 February 2026

Board Committees

Infrastructure Development Committee
Safety, Sustainability and Operational Risk Committee

Biography

Sean Donohue was appointed a director of the company in 2026.

Sean was the Chief Executive of Dallas-Fort Worth International Airport (DFW) until 2025 and is currently a non-executive director of Atmos Energy Corporation and Willow Incorporated.

Sean has decades of experience from his 10+ years as Chief Executive of DFW, and senior roles at Virgin Australia and United Airlines, as well as international aviation and tourism bodies.

His depth of experience in global aviation strategy and operations is highly aligned with the direction and aspirations of Auckland Airport. Under Sean's leadership, DFW delivered US$7 billion in infrastructure improvements, strengthening resilience and improving operational performance. Sean also championed DFW's digital transformation, greatly improving the customer experience, and oversaw projects enabling the airport to be carbon net zero by **2030.**

In 2025 Sean completed his service as both Co-Chair of the World Economic Forum's Aviation and Aerospace Governors Committee, and as an executive committee member of the World Travel and Tourism Council.

Ordinary Resolution 2. Re-election of Director

Julia Hoare is a director retiring in 2026. Julia Hoare, being eligible for re-election, offers herself for re-election.

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

The Board considers that Ms Hoare's skills, experience and deep understanding of Auckland Airport's business remain particularly valuable as the company continues to execute the largest infrastructure programme in its history. The Board considers continuity of governance oversight during this significant period of delivery to be in the best interests of the company and its shareholders. This is of particular importance given Ms Hoare is the Chair of the Board and will remain the Chair of the Board during her term. Ms Hoare has advised the Board that she does not intend to stand for re-election beyond the completion of this further three-year term.

A brief biographical note of Julia Hoare is set out below:

Julia Hoare

Term of Office

Appointed as a director 22 October 2017

Board Committees

Board Chair

Biography

Julia Hoare was appointed a director of the company in 2017.

Prior to her governance career, Julia had extensive chartered accounting experience in Australia, the United Kingdom and New Zealand and was a partner with PwC New Zealand for 20 years until 2012. Her expertise spans finance, commercial, tax, regulatory, sustainability and climate change.

Through both her professional experience and board roles, Julia is knowledgeable across a diverse range of sectors including transport and logistics, infrastructure, energy, and international FMCG.

Julia is the Chair of Port of Tauranga Limited and a Director of Meridian Energy Limited. Julia is also a member of the Chapter Zero New Zealand Steering Committee.

Ordinary Resolution 3. Auditor's remuneration

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 Walters Rd (400m).
- Entry and parking is available in Car Parks P1 and P2 off Walters Rd, please enter via Gate A or B.

The closest train station is Kingsland train station.

Eden Park location