



12 August 2014

## 2014 Annual Meeting Results and Independent Directors Determination

Infratil Limited advises that the six resolutions put to the Company's annual meeting in Auckland on 12 August 2014 were passed. The six resolutions were:

- Resolution 1 - that Marko Bogoeievski be re-elected as a director of the Company,
- Resolution 2 -that Duncan Saville be re-elected as a director of the Company,
- Resolution 3 - that Alison Gerry be elected as a director of the Company
- Resolution 4 - that the aggregate limit of the fees payable to directors of Infratil and its subsidiaries be adjusted as set out in the Notice of Meeting,
- Resolution 5 - that the Directors be authorised to fix the auditor's remuneration, and
- Resolution 6 - that the Company be authorised to issue up to two million non-voting redeemable ordinary shares in the Company pursuant to the Infratil Executive Redeemable Share Scheme within the next 36 months.

All resolutions were decided by a show of hands.

The details of the manner in which shareholders directed proxies to vote at proxy close (and included above) were as follows:

<b>Resolution</b>	<b>Votes For</b>	<b>Votes Against</b>	<b>Discretionary</b>	<b>Abstain</b>
Resolution 1 - Re-election of Marko Bogoeievski	268,495,435	7,414,442	1,473,147	11,353,779
Resolution 2 - Re-election of Duncan Saville	275,057,483	745,855	1,488,492	11,444,973
Resolution 3 - Election of Alison Gerry	275,792,902	97,158	1,523,400	11,323,343
Resolution 4 - Directors' remuneration	221,763,458	1,286,366	612,006	11,395,447
Resolution 5 - Auditors' remuneration	275,377,636	222,162	1,768,696	11,332,229
Resolution 6 - Infratil Executive Redeemable Share Scheme	272,105,180	7,187,932	1,837,540	7,606,151

The Board has also determined that Messrs M Tume, H J D Rolleston, P Gough and Ms A Gerry are, and Messrs M Bogoeievski, D P Saville and A Muh (as alternate to D P Saville) are not, Independent Directors of the Company in terms of the NZX Listing Rules and ASX Principles.

P M Harford  
Company Secretary  
Infratil Limited