

18 August 2023

Results of 2023 Annual Meeting

At Infratil Limited's (IFT) annual shareholders' meeting, held at the Public Trust Hall, 131 Lambton Quay, Wellington and online on 17 August 2023 at 2.30pm NZST, shareholders were asked to vote on six resolutions, which were supported by the Board.

As required by NZX Listing Rule 6.1, all voting was conducted by a poll.

The resolutions passed by shareholders were:

1. **Re-election of Peter Springford:** That Peter Springford be re-elected as a director of Infratil.
2. **Election of Anne Urlwin:** That Anne Urlwin be elected as a director of Infratil.
3. **Payment of FY2022 Incentive Fee by Share Issue:** That Infratil be authorised to issue to Morrison & Co Infrastructure Management Limited (**Morrison & Co**), within the time, in the manner, and at the price, prescribed in the Management Agreement, such number of fully paid ordinary shares in Infratil (**Shares**) as is required to pay all or such portion of the third instalment of the 2022 Incentive Fee (if payable) as the Board elects to pay by the issue of Shares (**2022 Scrip Option**), and the Board be authorised to take all actions and enter into any agreements and other documents on Infratil's behalf that the Board considers necessary to complete the 2022 Scrip Option.
4. **Payment of FY2023 Incentive Fee by Share Issue:** That Infratil be authorised to issue to Morrison & Co Infrastructure Management Limited (**Morrison & Co**), within the time, in the manner, and at the price, prescribed in the Management Agreement, such number of fully paid ordinary shares in Infratil (**Shares**) as is required to pay all or such portion of the second instalment of the 2023 Incentive Fee (if payable) as the Board elects to pay by the issue of Shares (**2023 Scrip Option**), and the Board be authorised to take all actions and enter into any agreements and other documents on Infratil's behalf that the Board considers necessary to complete the 2023 Scrip Option.
5. **Directors' Remuneration:** That the maximum aggregate remuneration pool available for payment to all Directors (in their capacity as a director of Infratil and certain of its subsidiaries) for each financial year commencing on or after 1 April 2023, be increased by \$196,125 from \$1,329,375 to \$1,525,500 per annum (plus GST or VAT, as appropriate), to be divided among the Directors as the Board determines.
6. **Auditor's remuneration:** That the Board be authorised to fix the auditor's remuneration.

Detail of the total number of votes cast in person or by a proxy holder are:

Resolution	For	Against	Abstain
Re-election of Peter Springford: That Peter Springford be re-elected as a director of Infratil.	454,241,762 (99.91%)	400,617 (0.09%)	14,394,600
Election of Anne Urlwin: That Anne Urlwin be elected as a director of Infratil.	452,426,282 (99.54%)	2,093,127 (0.46%)	14,517,570

Resolution	For	Against	Abstain
<p>Payment of FY2022 Incentive Fee by Share Issue (2022 Scrip Option): That Infratil be authorised to issue to Morrison & Co Infrastructure Management Limited (Morrison & Co), within the time, in the manner, and at the price, prescribed in the Management Agreement, such number of fully paid ordinary shares in Infratil (Shares) as is required to pay all or such portion of the third instalment of the 2022 Incentive Fee (to the extent payable) as the Board elects to pay by the issue of Shares (2022 Scrip Option), and the Board be authorised to take all actions and enter into any agreements and other documents on Infratil's behalf that the Board considers necessary to complete the 2022 Scrip Option.</p>	<p>412,518,753 (96.25%)</p>	<p>16,061,795 (3.75%)</p>	<p>282,617</p>
<p>Payment of FY2023 Incentive Fee by Share Issue (2023 Scrip Option): That Infratil be authorised to issue to Morrison & Co Infrastructure Management Limited (Morrison & Co), within the time, in the manner, and at the price, prescribed in the Management Agreement, such number of fully paid ordinary shares in Infratil (Shares) as is required to pay all or such portion of the second instalment of the 2023 Incentive Fee (to the extent payable) as the Board elects to pay by the issue of Shares (2023 Scrip Option), and the Board be authorised to take all actions and enter into any agreements and other documents on Infratil's behalf that the Board considers necessary to complete the 2023 Scrip Option.</p>	<p>412,330,413 (96.22%)</p>	<p>16,204,680 (3.78%)</p>	<p>328,072</p>
<p>Directors' remuneration: That the maximum aggregate remuneration pool available for payment to all Directors (in their capacity as a director of Infratil and certain of its subsidiaries) for each financial year commencing on or after 1 April 2023, be increased by \$196,125 from \$1,329,375 to \$1,525,500 per annum (plus GST or VAT, as appropriate), to be divided among the Directors as the Board determines.</p>	<p>332,187,119 (73.41%)</p>	<p>120,297,716 (26.59%)</p>	<p>14,811,401</p>
<p>Auditor's remuneration: That the Board be authorised to fix the auditor's remuneration.</p>	<p>441,199,686 (97.04%)</p>	<p>13,442,551 (2.96%)</p>	<p>14,394,742</p>

Authority for this announcement	
Name of person authorised to make this announcement	Brendan Kevany, Company Secretary
Contact person for this announcement	Mark Flesher
Contact phone number	+64 4 473 2399
Contact email address	mark.flesher@hrlmorrison.com
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