

# Notice of 2023 Annual Meeting

## VECTOR LIMITED

Notice is given that the 2023 Annual Meeting of Vector Limited will be held in the **World Cup Lounge, Level 4, Eden Park, Reimers Avenue, Mount Eden, Auckland, New Zealand, on Thursday 28 September 2023, commencing at 2.00pm.**

# Notice of 2023 Annual Meeting

The 2023 Annual Meeting of Vector Limited (the Company) will be held in the World Cup Lounge, Level 4, Eden Park, Reimers Avenue, Mount Eden, Auckland, New Zealand. And online virtually through the Computershare Meeting Services web platform <https://meetnow.global/nz>, on Thursday 28 September 2023, commencing at 2.00pm.

## Agenda

### A. ORDINARY BUSINESS

#### Chair's and Group Chief Executive's Reports

Reports from the Chair and the Group Chief Executive on the financial year ended 30 June 2023, including consideration of the financial statements and the audit report. (See Explanatory Note 1, on page 3.)

#### Appointment and Remuneration of Auditor

The meeting will be asked to consider by an ordinary resolution:

1. To record the automatic reappointment of the Auditor, KPMG, and to authorise the directors to fix the remuneration of the Auditor for the ensuing year.

(See Explanatory Note 2, on page 3.)

### B. GENERAL BUSINESS

To consider such other business as may properly be raised at the meeting.

By Order of the Board



John Rodger  
Company Secretary

25 August 2023

# Procedural Notes

Vector is holding a hybrid Annual Meeting this year to allow shareholders who are unable to attend in person the opportunity to attend online through the Computershare Meeting Services web platform <https://meetnow.global/nz>.

By using the web platform, you will be able to watch the Annual Meeting and vote and ask questions online using your smartphone, tablet or desktop device. Please refer to the enclosed Virtual Meeting Guide for more information.

## Ordinary Resolutions:

Ordinary resolutions are required to be approved by a simple majority of more than 50% of votes validly cast at the Annual Meeting.

## Attend in Person or Virtually:

If you wish to attend the Annual Meeting please bring the enclosed Proxy/Voting form, or your CSN holder number with you to the meeting or participate virtually via the Computershare Meeting Services web platform <https://meetnow.global/nz>.

## Shareholders Entitled to Attend and Vote:

Under section 125 of the Companies Act 1993, the Board has determined that, for the purposes of voting at the Annual Meeting, only those registered shareholders of the Company as at 5.00pm on Tuesday 26 September 2023, being a day not more than 20 working days before the meeting, shall be entitled to exercise the right to vote at the meeting.

## Proxies:

Any shareholder entitled to attend and vote at the meeting may appoint a proxy (or representative in the case of a corporate shareholder) to attend and vote on behalf of the shareholder. A proxy need not be a shareholder of the Company. You may appoint the "Chair of the Meeting" as your proxy if you wish. If, in appointing a proxy, you have inadvertently not named someone to be your proxy (either online or on the enclosed

proxy form), or your named proxy does not attend the meeting, the Chair of the Meeting will be your proxy and will vote in accordance with your express direction. A proxy form accompanies this Notice of Meeting.

Proxy forms must be received at the office of the Company's share registry, Computershare Investor Services Limited, Level 2, 159 Hurstmere Road, Takapuna, Auckland, New Zealand (Private Bag 92119, Auckland 1142), by 2.00pm on Tuesday 26 September 2023. Alternatively, you can appoint a proxy online at [www.investorvote.co.nz](http://www.investorvote.co.nz). Online proxy appointments must be received by 2.00pm on Tuesday 26 September 2023. Please see your proxy form for further details. The Chair intends to vote all discretionary proxies given to him in favour of resolution 1.

## Hybrid Meeting:

All shareholders will have the opportunity to attend and participate in the 2023 Annual Meeting either in person or online via an internet connection (using a computer, laptop, tablet or smartphone).

Audio will stream through the selected device, so shareholders will need to ensure that they have the volume control on their headphones or device turned up. Shareholders will be able to view the presentations, vote on the resolutions to be put to shareholders and ask questions, by using their own computers or mobile devices. Shareholders will still be able to appoint a proxy to vote for them as they otherwise would, by following the instructions on the proxy form and this Notice of Annual Meeting. Details of how to participate 'virtually' are provided in the accompanying Virtual Meeting Guide, with instructions for accessing the virtual meeting.

**The directors invite in person attendees at the Annual Meeting to join them for light refreshments at the conclusion of the meeting.**

# Explanatory Notes

## A. ORDINARY BUSINESS

### Explanatory Note 1 – Chair's and Group Chief Executive's Reports

The Chair and the Group Chief Executive will each give a presentation on the financial year ended 30 June 2023. Events occurring after 30 June 2023 will also be discussed.

### Explanatory Note 2 – Appointment and Remuneration of Auditor

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 KPMG to continue as the Company's auditor, and KPMG has indicated its willingness to do so.

Section 207S of the Companies Act 1993 provides that the fees and expenses of KPMG 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.

# 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 Reimers Ave (400m).

Entry and free parking is available in Car Park P5 off Reimers Avenue, please enter via Gate G. Security will assist with directing you to the nearest available car parking spaces.

Take the lift to Level 4 and enter the World Cup Lounge.

The closest train station is Kingsland train station.  
For full route, timetable and fare information call Auckland Transport on 09 366 6400 or 0800 10 30 80 or visit [www.at.govt.nz/bus-train-ferry](http://www.at.govt.nz/bus-train-ferry)

## EDEN PARK LOCATION



# Virtual Meeting Guide

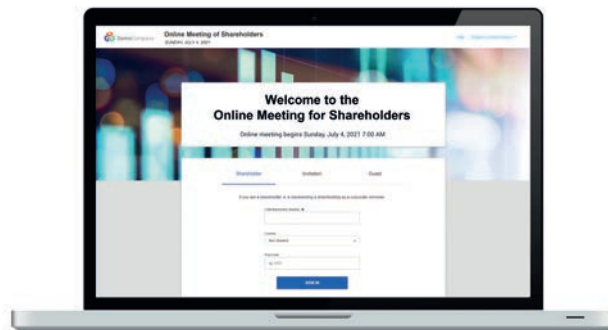
## HOW TO PARTICIPATE IN VECTOR'S VIRTUAL MEETING

### Attending the meeting online

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.**



Visit: <https://meetnow.global/nz>

### ACCESS

Access the online meeting at <https://meetnow.global/nz>, and select the required meeting. Click 'JOIN MEETING NOW'.

#### If you are a shareholder:

Select 'Shareholder' on the login screen and enter your CSN/Holder Number and Post Code. If you are outside New Zealand, simply select your country from the drop down box instead of the post code. Accept the Terms and Conditions and click Continue.

#### If you are a guest:

Select Guest on the login screen. As a guest, you will be prompted to complete all the relevant fields including title, first name, last name and email address.

Please note, guests will not be able to ask questions or vote at the meeting.

#### If you are a proxy holder:

You will receive an email invitation the day before the meeting to access the online meeting. Click on the link in the invitation to access the meeting.

### Contact

If you have any issues accessing the website please call +64 9 488 8700.

### NAVIGATION



When successfully authenticated, the home screen will be displayed. You can watch the webcast, vote, ask questions, and view meeting materials in the documents folder. The image highlighted blue indicates the page you have active.

The webcast will appear and begin automatically once the meeting has started.

#### Voting

Resolutions will be put forward once voting is declared open by the Chair. Once the voting has opened, the resolution and voting options will appear.

To vote, simply select your voting direction from the options shown on screen. You can vote for all resolutions at once or by each resolution.

Your vote has been cast when the green tick appears. To change your vote, select 'Change Your Vote'.

#### Q&A

Any eligible shareholder/proxy attending the meeting remotely is eligible to ask a question.

Select the Q&A tab and type your question into the box at the bottom of the screen and press 'Send'.

