

20 August 2025

Results of 2025 Annual Meeting

At Infratil Limited's (IFT) annual shareholders' meeting, held at the Eden Park, 42 Reimers Avenue, Kingsland, Auckland and online on 19 August 2025, shareholders were asked to vote on seven 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. That Alison Gerry be re-elected as a director of Infratil.
2. That Kirsty Mactaggart be re-elected as a director of Infratil.
3. That Andrew Clark be re-elected as a director of Infratil.
4. That Infratil be authorised to issue to Morrison Infrastructure Management Limited (**Morrison**), 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 2024 Incentive Fee (to the extent payable) as the Board elects to pay by the issue of Shares (**2024 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 2024 Scrip Option.
5. That Infratil be authorised to issue to Morrison, within the time, in the manner, and at the price, prescribed in the Management Agreement, such number of Shares as is required to pay all or such portion of the second instalment of the 2025 Incentive Fee (to the extent payable) as the Board elects to pay by the issue of Shares (**2025 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 2025 Scrip Option.
6. That the maximum aggregate remuneration pool available for payment to all Non-Executive Directors for each financial year commencing on or after 1 April 2025, be increased by \$121,500 from \$1,525,500 to \$1,647,000 per annum (plus GST or VAT, as appropriate).
7. 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
That Alison Gerry be re-elected as a director of Infratil.	249,506,358 94.62%	14,196,690 5.38%	81,930
That Kirsty Mactaggart be re-elected as a director of Infratil.	263,145,237 99.79%	558,323 0.21%	81,418
That Andrew Clark be re-elected as a director of Infratil.	263,163,484 99.80%	527,403 0.20%	94,091

Resolution	For	Against	Abstain
That Infratil be authorised to issue to Morrison Infrastructure Management Limited (Morrison), 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 2024 Incentive Fee (to the extent payable) as the Board elects to pay by the issue of Shares (2024 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 2024 Scrip Option.	179,512,922 89.50%	21,057,274 10.50%	946,459
That Infratil be authorised to issue to Morrison, within the time, in the manner, and at the price, prescribed in the Management Agreement, such number of Shares as is required to pay all or such portion of the second instalment of the 2025 Incentive Fee (to the extent payable) as the Board elects to pay by the issue of Shares (2025 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 2025 Scrip Option.	179,483,387 89.52%	21,018,178 10.48%	959,282
That the maximum aggregate remuneration pool available for payment to all Non-Executive Directors for each financial year commencing on or after 1 April 2025, be increased by \$121,500 from \$1,525,500 to \$1,647,000 per annum (plus GST or VAT, as appropriate).	186,028,677 71.47%	74,242,377 28.53%	430,271
That the Board be authorised to fix the auditor's remuneration.	263,397,161 99.90%	264,457 0.10%	123,360

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	info@infratil.com
Date of release through MAP	20 August 2025