

Stock exchange listings: New Zealand (NZX: AIR) / Australia (ASX: AIZ) / ADR (OTC: ANZLY)

MARKET ANNOUNCEMENT

25 September 2025

Air New Zealand 2025 Annual Shareholders' Meeting Materials

Please find attached to this announcement the Chair and CEO address, in addition to the presentation for Air New Zealand's 2025 Annual Shareholders' Meeting which will be held today at 1pm.

There is no new material information contained within the speeches or the presentation.

Information on meeting participation is included in the Notice of Meeting. Shareholders attending online will be able to access the meeting link and Portal Guide from the [Company's website](#). A link to the virtual meeting can also be found [here](#).

Ends.

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ANNUAL SHAREHOLDERS' MEETING

THURSDAY 25 SEPTEMBER 2025

CHAIR'S ADDRESS

As we take a moment to reflect on the past year, I want to start by acknowledging the strength and determination of the Air New Zealand team.

2025 was a year that asked a lot from the Air New Zealand whānau. A year that demanded focus, resilience and care - and time and time again, our people delivered. Through persistent disruption, they remained committed to our customers, to each other, and to the success of this airline. I want to sincerely thank each and every one of them for their efforts.

2025 tested us operationally, commercially, and strategically, but it was also a year where we saw just how capable this airline is when the pressure is on.

Despite significant engine availability constraints and softer domestic demand, we delivered a result at the upper end of our guidance range, returned capital to shareholders, and made real headway on the transformation initiatives and infrastructure investments that will shape our long-term performance.

For the year ended 30 June 2025, we delivered earnings before taxation of \$189 million, and a net profit after tax of \$126 million. That is a result we are proud of, especially in light of the challenges we faced. It speaks to the underlying strength of the business, the careful, focused decisions made by our executive team, and the determination of our people to keep delivering in the face of disruption.

Engine availability remained our most significant operational constraint, with up to 11 aircraft grounded at times, representing around 20 percent of our jet fleet. That put pressure on our network, added cost and complexity, and impacted our ability to deliver the scale of flying we had planned.

While we received \$129 million in compensation from engine manufacturers, only \$107 million relates to the 2025 financial year, and this is significantly less than the \$280 to \$320 million we think these issues cost us. As such, we estimate earnings before taxation of \$185 million could have been approximately \$165 million higher had the fleet operated as intended.

Demand on the domestic network remained subdued, particularly in the corporate and government segments. That softness added further pressure to an already disrupted year.

Inflationary pressure also continued to weigh heavily on the business. Non-fuel operating costs rose around six percent, or \$235 million, driven by compounding structural increases in areas like landing charges, levies and engineering inputs.

These are not one-off impacts. They are system-wide and, in many cases, non-negotiable. We are actively managing this pressure - investing in automation and tooling to lift productivity, holding fixed costs stable as the network grows, and ensuring we have the levers in place to protect performance

But there were bright spots too.

We saw meaningful gains in digital tooling, operational resilience, and customer experience – which Greg will speak to in more detail shortly.

Importantly, in a year where commercial aviation was again reminded of the importance of robust safety systems, Air New Zealand was recognised as the world's safest airline. That is not a title we take lightly. It reflects the mindset, systems and discipline that run through every part of our operation. On behalf of the Board, I want to thank Greg and the team for the way they continue to prioritise this critical mahi and embed it across the business.

We also reiterated our sustainability commitments, releasing our first 2030 emissions guidance - a new, more transparent framework that reflects both the practical steps we're taking now, and the real-world challenges involved in decarbonising aviation.

And although we operated a smaller network than planned, with capacity down four percent for the year, we carried more than 16 million customers and made the network work harder and smarter.

We connected New Zealanders and visitors to 20 domestic ports, with over 380 flights a day across the motu. As we speak here today, there will be more than 50 Air New Zealand aircraft in the sky, flying to and from over 48 destinations across Aotearoa, the Tasman, the Pacific Islands, Asia, and North America. And that's before you factor in the reach of our joint venture partners. Even in a year of disruption, we've kept doing what we do best - connecting people, places and possibilities.

Even as we navigated disruption, we continued to make choices that preserve and strengthen our long-term position.

Our balance sheet remains robust, with liquidity of \$1.7 billion and net debt to EBITDA of just 1.1x, which is stronger than our target range. In July, Moody's reaffirmed our investment grade credit rating of Baa1, which places us among the highest rated airlines in the world.

This financial strength allows us to keep investing in the future, whether that's retrofitting our Dreamliner fleet, delivering new digital capability for our people and customers, or building infrastructure like the new engineering hangar at Auckland Airport. These are not short-term projects. They're part of a long-term strategy that we continue to believe in, and that is already delivering results.

It also allows us to return capital to you, our shareholders. The Board was pleased this year to declare dividends of 2.5 cents per share for our shareholders. Additionally, we returned almost \$40 million to shareholders under the on-market buyback we announced in February, as a signal of our confidence in the fundamentals of the airline and our commitment to disciplined capital management.

I will close this section of the meeting out by briefly discussing the 2026 outlook statement.

Greg will provide some additional detail on compensation shortly, but the outcome and timing of compensation discussions with engine manufacturers remains uncertain, making it challenging for the airline to provide earnings guidance for the 2026 financial year.

In the near-term, that uncertainty, combined with sharp recent increases in aviation sector levies and other charges - all set against the backdrop of subdued domestic demand, is expected to adversely impact the airline's financial performance in the first half.

As such, the airline expects earnings before taxation for the first half of the 2026 financial year to be similar to or less than that reported in the second half of the 2025 financial year, which was \$34 million.

We are well positioned for recovery when the engine challenges and economic conditions start to alleviate, but these issues continue to have a significant impact on current financial performance.

To close, I want to leave you with this - the challenges we face today are not permanent. With the right leadership, a clear strategy, and an unwavering focus on our customers, I believe Air New Zealand is well placed to emerge from this period stronger, smarter, and better connected to the things that matter most.

I'm incredibly proud of the resilience and commitment shown across the airline this year. On behalf of the Board, I want to thank every member of the Air New Zealand whānau - your dedication continues to set this airline apart. I also want to thank my fellow directors and you, our shareholders, for your ongoing support and belief in our future.

With that, I would like to invite Greg to address the meeting.

CHIEF EXECUTIVE OFFICER'S ADDRESS

Kia ora and good afternoon everyone.

Now, you've heard Dame Therese describe 2025 as a year of progress despite disruption, and I'd agree with that.

There's no sugar-coating the fact that this was a hard year. But we got on with it.

I said this on results day, but having 11 aircraft grounded at times due to global engine maintenance delays, is a bit like playing a game of rugby with half your forward pack on the bench. It has knock-on effects across the network, from schedules and productivity to customer experience and revenue.

But we've made real progress in the areas we can control. The transformation programme we laid out at Investor Day last November delivered around \$100 million in incremental EBITDA benefits this year, which I'll come back to shortly.

At the same time, we've continued to lift our operational capability, improving the customer experience, strengthening our digital infrastructure, and building more resilience into the operation.

Four fully retrofitted Boeing 787s returned to service, each with modernised cabins and our new Business Premier Luxe™ product. A new uniform was unveiled, alongside the announcement of new routes. Key infrastructure projects remain on track and will support future fleet resilience.

Our loyalty programme continues to grow strongly, with more than five million members. Plans for a new international lounge at Auckland Airport were also announced, featuring expanded seating, elevated dining options and dedicated premium zones for our loyal customers.

Across the network, we remained focused on reliability. Our on-time performance improved significantly in the second half of the year, up six percentage points and that's a result of decisions we made to put some buffer into the schedule, and more effective disrupt handling. You can see that flow through into customer sentiment, with net promoter and in-flight experience scores stronger in the back half of the year.

On the commercial side, our next-generation revenue management tools are giving us sharper insights and are helping us to optimise both yield and load, which is especially important in a capacity constrained environment.

And on the digital side, we rolled out live chat, automated rebooking functionality, and other customer self-service tools, all of which have substantially reduced manual interventions, particularly at key pressure points like the contact centre and airports.

We also equipped 3,000 of our people with AI tooling this year, which will help our team's problem-solve faster and lift productivity without adding much in the way of cost.

There's more to do, but the momentum is encouraging. And it reflects a team that's continuing to deliver even when conditions are tough.

This slide gives you a sense of how we've navigated the year, in what remains a highly constrained fleet environment. The second half was particularly challenging and at points, we had up to six widebodies and five narrowbodies grounded.

And as a reminder, this is the position we were in despite the fact we have around 20 leased engines in the fleet, 16 of which we didn't have or need prior to the global maintenance delays coming to light.

Looking ahead, we don't expect a big step-change in engine availability in the first half of FY26. But pressure should start to ease from the second half, as the first of our new 787s arrive and we reach critical mass on retrofits returning to service.

So yes, it's been a challenging year on the fleet front. But we've stayed on the front foot, kept customers moving, and made smart decisions in a tough environment.

As more aircraft come back online, we'll start to unlock more scale and that's important.

At the same time, we've continued to invest in New Zealand's domestic network -adding new aircraft, improving operational efficiency, and building new partnerships to support regional access. But the cost of running a sustainable domestic network is rising quickly. While we've absorbed much of that pressure to date, it's clear the broader system needs to evolve if we're to protect access to affordable flying for all New Zealanders.

I would say the two questions I probably get asked most frequently, from teams across the business, shareholders, media, you name it is "How long will this last?" "When will you be back to operating without this hanging over you?"

And the honest answer is, we don't know for sure.

This has proven to be a much deeper and more persistent issue than what we, or frankly, the engine manufacturers themselves, expected 12 months ago or even more recently at our investor day last November.

We continue to work closely with Rolls-Royce and Pratt & Whitney. Compensation is a big part of those conversations, but getting a clear picture of when the engines return to service is just as important. That visibility is what allows us to plan properly.

What we've laid out on this slide is our internal planning assumptions, based on what we're seeing in the data and our operational experience to date. We're continuing to share this analysis with both Rolls and Pratts, and we're staying close to any updates they can provide us.

As you can see, we're assuming no material improvement in grounded aircraft numbers for the next 12 months, that applies to both the A321neo fleet and the Trent-powered 787s. And that's despite a significant list of actions we have undertaken, and costs we have borne, to reduce the impact of these issues on our customers.

You can see that we expect to start seeing a gradual recovery from FY27, and into FY28, supported by the arrival of two new A321neos and five new 787s by the end of FY28. What that means for us is low single-digit capacity growth in FY26, followed by a more meaningful step-up in FY27 and FY28 as the engine constraints ease.

We know this isn't perfect. These charts won't be exactly right. But they reflect how we are currently thinking about things and they're the best foundation we have right now. We hope the improvement will be better than this, but we have to plan for what we believe, not what we hope for.

We delivered \$100 million in benefits through our Kia Mau transformation programme this year, in line with our expectations, through a mix of revenue growth and cost efficiency. That includes stronger ancillary revenue from products like seat select and bags, cost savings from tools like Live Chat and automatic rebooking, and a step-up in operational performance.

While FY25 was about proving that transformation can deliver in a disrupted environment, FY26 and beyond is where it becomes a lever for earnings uplift, as capacity slowly comes back online and we get more headroom to execute at pace.

That's where the confidence comes from - the transformation programme is delivering, it's scalable, and it's positioned to keep unlocking value over the next three years. Kia Mau is working. It's helping to partially offset inflation, but more importantly it's positioning us for incremental earnings growth as network scale returns.

It's also worth spending a moment on the fleet, because while much of the conversation this year has focused on the aircraft that aren't flying, we're equally focused on what comes next.

And we're in a good place. The retrofit programme on our existing 787 fleet is progressing well, with four aircraft now back in service. Once that wraps up, we'll move straight into upgrading the front end of our 777-300s – enhancing the customer experience while extending the life of these very capable widebodies.

The only major fleet replacement programme we have through to 2030 is for our new GE-powered 787s, and Boeing remains on track to deliver the first two of these in the current financial year.

What this means is that by the end of 2027, the vast majority of our long-haul fleet will be flying with refreshed interiors, offering a more consistent, modern experience across the board. We're confident that wherever our customers are heading, they'll be enjoying a world-class product.

We also remain optimistic about long-haul growth over the medium term. That's why we recently exercised options to extend our 787 order from eight to ten aircraft - a decision that gives us headroom for growth and operational flexibility as we scale back up.

These new aircraft will be more fuel-efficient, more customer-friendly, and give us the capacity to meet demand across key long-haul markets. And as more of our existing fleet returns to service, we'll be well positioned to grow at pace - with the right tools and the right aircraft to do it.

As Dame Therese has already outlined, our focus remains firmly on the long game.

For me, that comes down to three things: keeping control of what we can, backing our people and our customers, and making careful, future-focused investments that will stand the test of time.

This slide highlights where that investment is going over the next few years. We're prioritising three main areas: modernising our fleet, strengthening core infrastructure such as hangars and ground equipment, and building out our digital capability. Each of these is essential to ensuring Air New Zealand is not just fit for today but positioned to thrive well into the future.

We know the near-term won't be easy. But we're on the right track, and we've got a strategy that's already delivering. I couldn't be prouder of our people and the way they've shown up this year and I want to thank them, and you, our shareholders, for your continued support.

Tēnā koutou, tēnā koutou, tēnā koutou katoa.

A STAR ALLIANCE MEMBER 

AIR NEW ZEALAND 

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2025 ANNUAL SHAREHOLDERS' MEETING

—
25 SEPTEMBER 2025

NZX: AIR / ASX: AIZ / US OTC: ANZLY

ALL INFORMATION IS PRIVATE AND CONFIDENTIAL



AIR NEW ZEALAND 2025 ANNUAL SHAREHOLDER MEETING

Forward looking statements



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- should be read in conjunction with, and is subject to, Air New Zealand's consolidated financial statements for the year ended 30 June 2025, prior annual and interim reports and Air New Zealand's market releases on the NZX and ASX
- is current at the date of this presentation, unless otherwise stated. Air New Zealand is not under any obligation to update this presentation after its release, whether as a result of new information, future events or otherwise
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- refers to the year ended 30 June 2025 unless otherwise stated
- contains forward-looking statements of future operating or financial performance. The forward-looking statements are based on management's and directors' current expectations and assumptions regarding Air New Zealand's businesses and performance, the economy and other future conditions, circumstances and results. These statements are susceptible to uncertainty and changes in circumstances. Air New Zealand's actual future results may vary materially from those expressed or implied in its forward-

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- contains statements relating to past performance which are provided for illustrative purposes only and should not be relied upon as a reliable indicator of future performance
- is expressed in New Zealand dollars unless otherwise stated and figures, including percentage movements, are subject to rounding

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Board of Directors



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Dame Therese Walsh (Chair)



Neal Barclay



Claudia Batten



Dean Bracewell



Laurissa Cooney



Larry De Shon

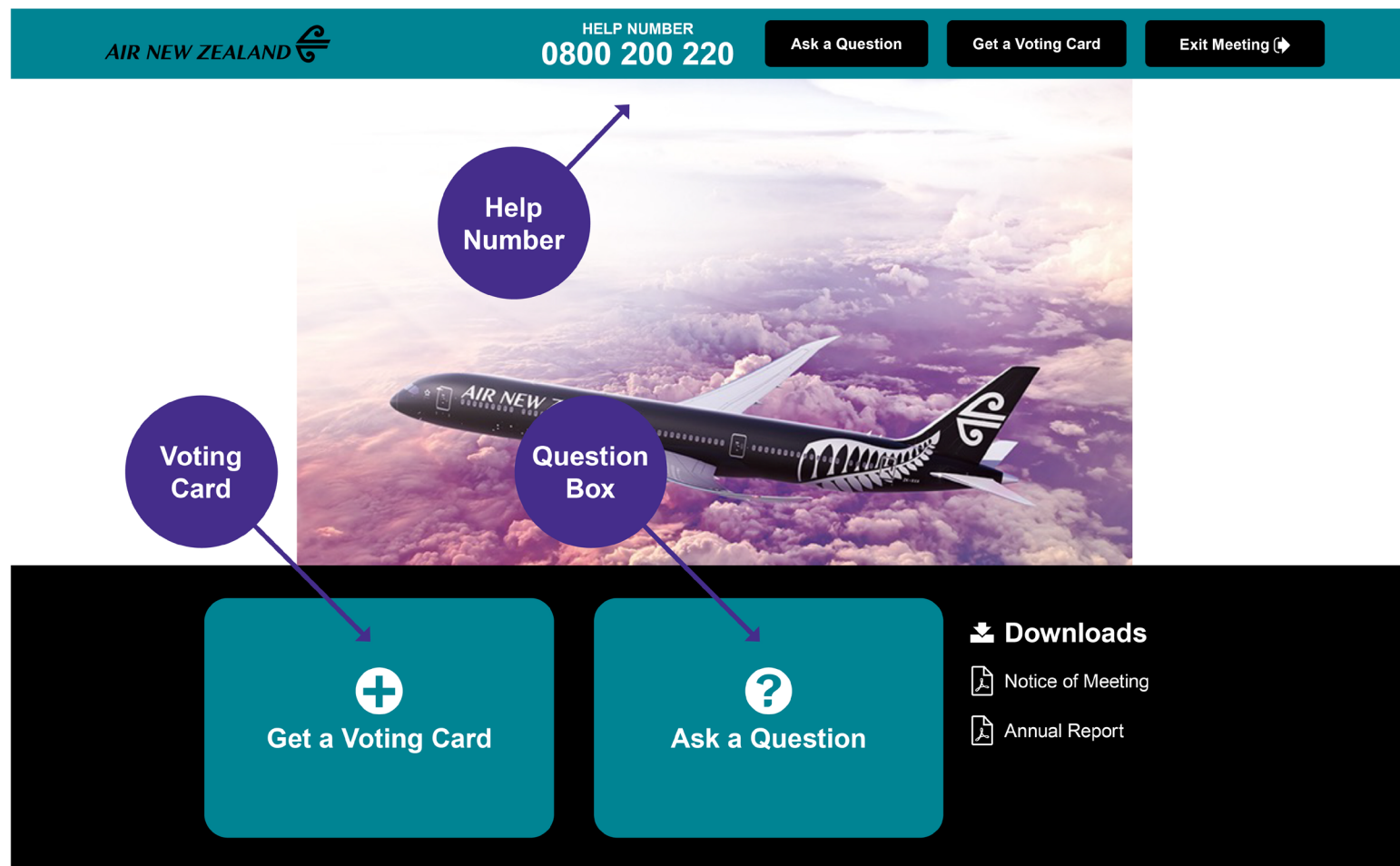


Alison Gerry

Online assistance



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Order of meeting

Chair's address

CEO's address

Questions on 2025 performance

Resolutions and voting

General questions

Chair's address

Dame Therese Walsh



2025 Year in review – a year of progress despite disruption



\$189m earnings before taxation

Includes \$35m of unused travel credit breakage

~\$165m¹ adverse impact to 2025 earnings

From aircraft availability challenges, net of compensation of \$129m

\$487m cargo revenue

Up 6% on 2024

ASKs down 4%

With up to 11 jet aircraft grounded at times due to additional engine maintenance requirements globally

16m passengers flown

Across the network – down 3% on 2024

> 5m loyalty members

Up 9% on 2024

1.25 cps unimputed final ordinary dividend

Declared for 2025; resulting in total 2025 dividends declared of 2.5 cps

\$38m to shareholders

Via the share buyback, up to ~\$60m remaining under the approved programme

Awarded World's Safest Airline

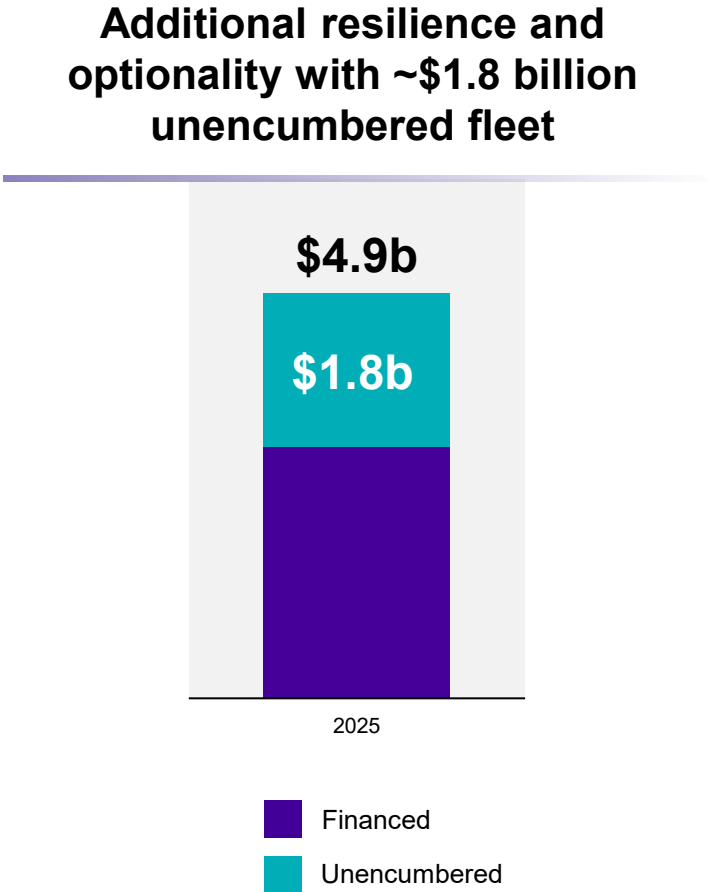
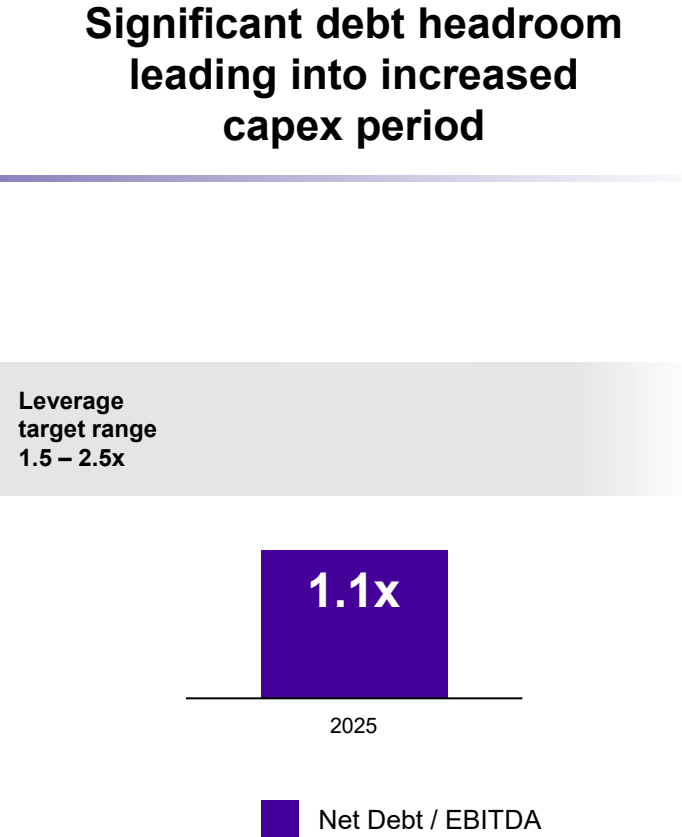
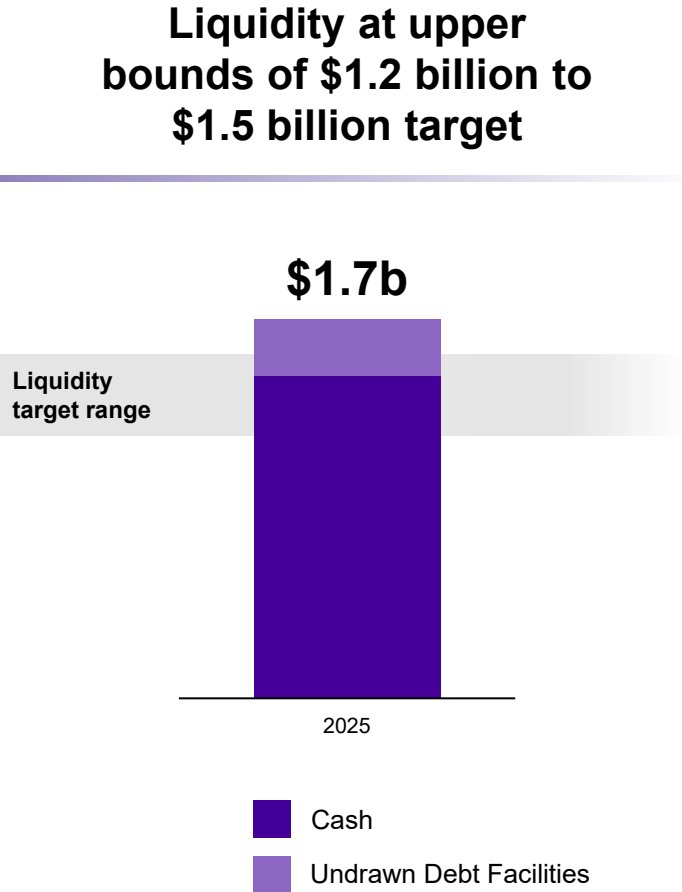
For 2025, rated by [AirlineRatings.com](https://www.airlineratings.com)

¹ This estimate was calculated based on internal modelling using operational assumptions, including capacity, passenger demand, revenue yield, disruption costs and historical performance across affected routes.

Robust liquidity and prudent capital management framework provide resiliency through this period



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2026 outlook



The outcome and timing of compensation discussions with engine manufacturers remains uncertain, making it challenging for the airline to provide earnings guidance for the full year.

In the near-term, that uncertainty, combined with sharp recent increases in aviation sector levies and other charges, all set against the backdrop of subdued domestic demand, is expected to adversely impact the airline's financial performance in the first half.

As such, the airline expects earnings before taxation for the first half of the 2026 financial year to be similar to or less than that reported in the second half of the 2025 financial year (\$34 million).

The airline is well positioned for recovery when the engine challenges and economic conditions start to alleviate, but these issues continue to have a significant impact on current financial performance.

CEO's address




Greg Foran



Investments in the customer proposition and our people generated positive results this year



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Key customer metrics improved 2H vs 1H 2025				Win on customer experience	
	1H	2H	Mvmt	Maximise revenue potential	
On-time performance	74.5%	80.6%	+6.1pp	Unlock operational efficiencies	
Customer satisfaction	83	84	+1pts		
Controllable cancellations	2.7%	1.7%	+1.0pp		
Digital self service on contact centre channels	34%	42%	+8pp		

But we continue to navigate significant headwinds due to global engine maintenance delays



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Latest actions to mitigate impact



Two leased Airbus A321neo aircraft (up to 12 year lease) delivered



Investing in four additional short-term leased Pratt & Whitney engines to enable additional neo flying – taking total pool of spares to 19



Schedule adjustments to reflect changing engine availability forecasts



Renegotiating new compensation terms with both Rolls-Royce and Pratt & Whitney

¹ Number of aircraft grounded at times due to global additional engine maintenance requirements on the PW1100 engines on our neo fleet and Rolls-Royce engines on our Boeing 787 Dreamliner fleet.

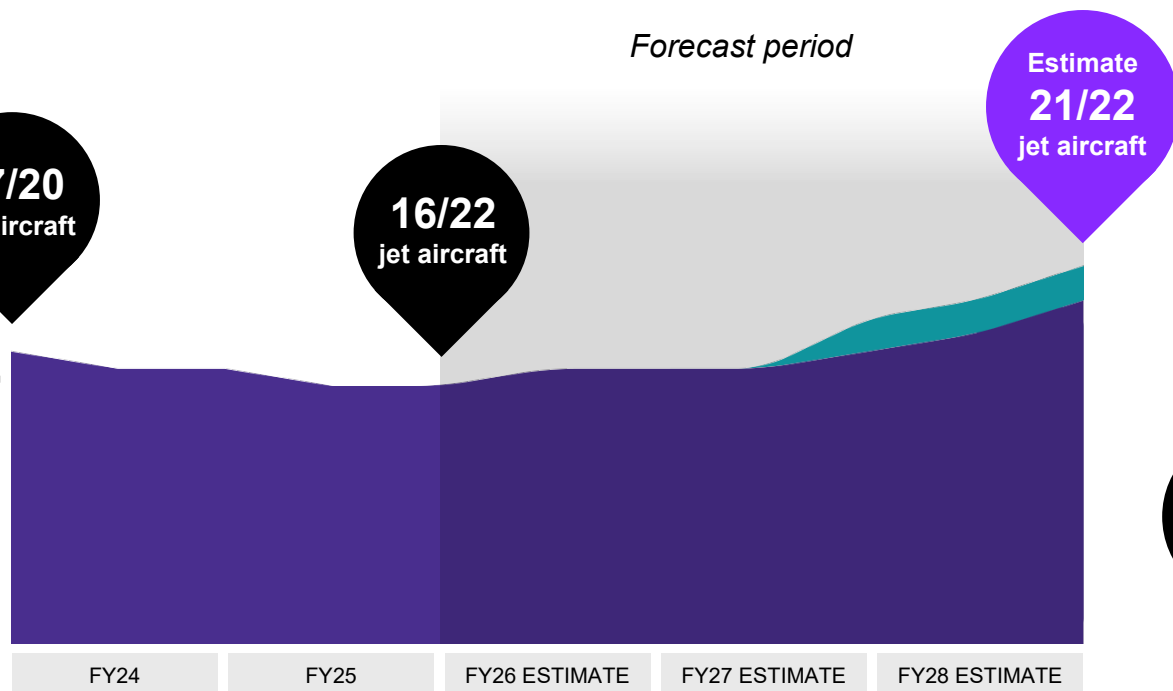
Current estimates of aircraft return point to a slower rate than anticipated 9 to 12 months ago



Illustrative internal estimates for available fleet impacted by engine issues

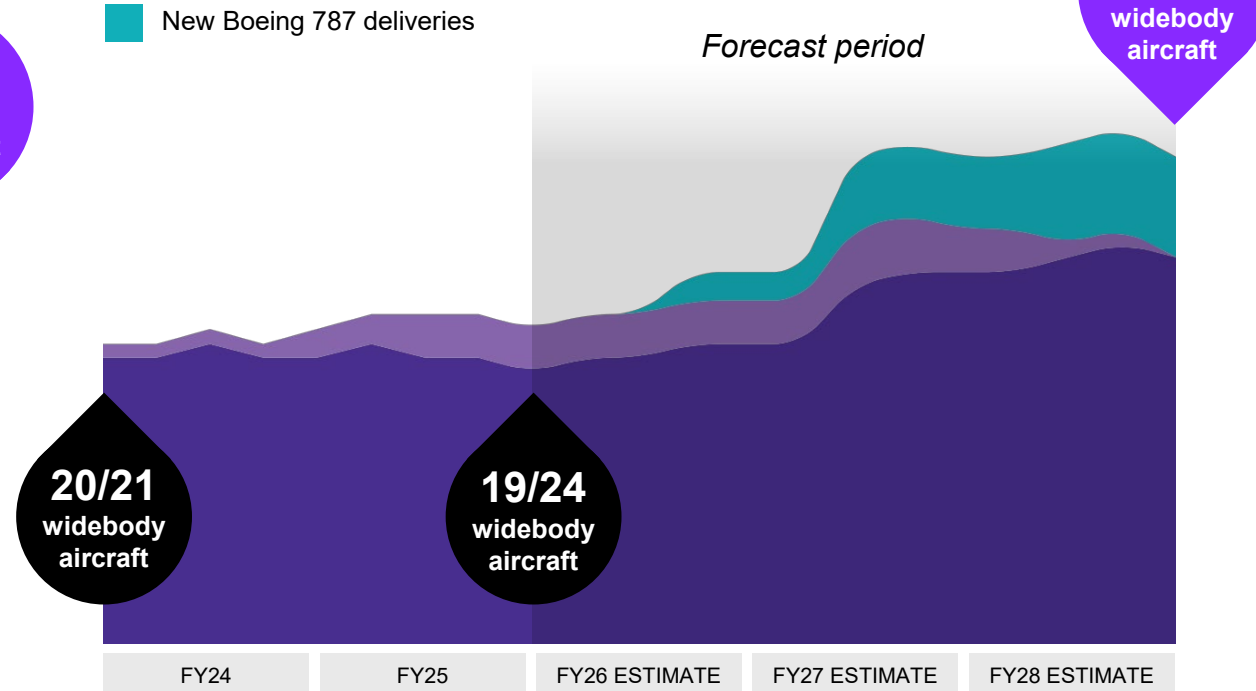
Available domestic jet fleet profile

- Available Airbus A320/321neos/neos¹
- New Airbus A321neo deliveries



Available widebody fleet profile

- Available Boeing 787s and 777s
- Short-term leased widebodies
- New Boeing 787 deliveries



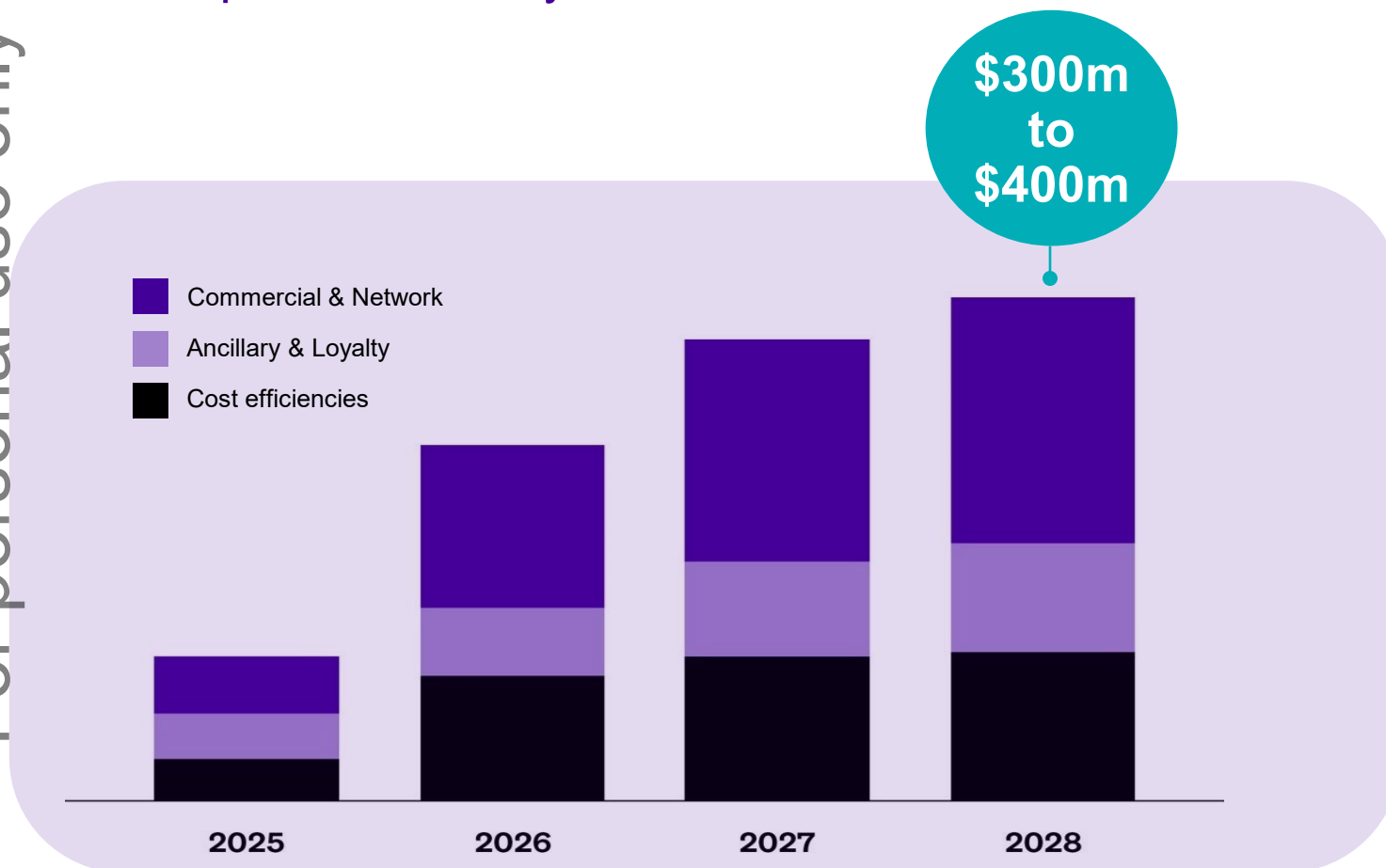
¹ Chart excludes Air New Zealand's short-haul international narrowbody jet aircraft.

Transformation benefits play a critical role in our performance

With initiatives on track to deliver a cumulative \$300 to \$400 million benefit to EBITDA performance by 2028



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Benefits in 2025 included:

- NextGen revenue management on Domestic and Tasman/Pacific Islands networks, partial benefit on Long-Haul
- Direct ancillary buy-ups
- Contact Centre efficiencies
- Airpoints™ store enhancements
- Operations productivity
- Inflight catering system efficiencies
- Cargo digital platform efficiencies

Fleet investments are supporting long term growth



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	Aircraft		Engines	Number in Fleet	Average Age ¹ (Years)	Expected Delivery Dates				
						2026	2027	2028	2029	2030
International	777-300ER		GE90	Core fleet: 7 Short term leased: 3	13.2					
	787-9 ³		Trent 1000 (GE engines for 2026 deliveries onward)	14	8.8	2	3	2	2	1
	A321neo (short haul)		PW1100	8	5.5	1		2		
	A320neo (short haul)		PW1100	6	5.3					
Domestic	A321neo (domestic)		PW1100	5	2.1		2			
	A320ceo (domestic)		V2500	17	11.4					
	ATR72-600		PW127	30	8.0	1				
	Q300		PW123	23	18.4					
TOTAL				113	9.6 ²					

¹ Total fleet average age is seat weighted for operating aircraft. This includes aircraft currently grounded due to maintenance delays.

² This excludes short-term leased aircraft.

³ New 787 deliveries expected from 2026 to 2029 will be a mix of 787-9 and 787-10 aircraft. Contractual options were exercised for two 787-10s post 30 June, with expected delivery in 2028 and 2030.

We remain confident in the long term and continue to invest where it matters most



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Questions on 2025 financial performance



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Resolutions for voting

Resolution 1

To re-elect Dame Therese Walsh

Resolution 2

To elect Neal Barclay



Proxies and postal votes received

As at 24 September

	Proxy votes				Postal votes		
	For	Against	Abstain	Discretion	For	Against	Abstain
<u>Resolution 1:</u> <i>Re-election of Dame Therese Walsh</i>	455,569,917	46,619,529	2,593,815	7,173,445	1,683,334,415	1,852,287	146,215
<u>Resolution 2:</u> <i>Election of Neal Barclay</i>	499,414,287	2,499,992	2,850,500	7,191,930	1,683,974,087	1,064,412	295,057

Resolution 1

To re-elect Dame Therese Walsh



Resolution 2

To elect Neal Barclay



General Questions

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AIR NEW ZEALAND 

Thank you

A STAR ALLIANCE MEMBER 