

Market Announcement

6 November 2015

Spark New Zealand Limited: Annual Meeting Results

At Spark New Zealand's Annual Meeting in Auckland today, shareholders were asked to vote on six resolutions, all of which were supported by the Board. All resolutions were decided by poll.

The resolutions passed by shareholders today were:

1. That the directors are authorised to fix the auditor's remuneration.
2. That Mr Paul Berriman is re-elected as a director of Spark New Zealand.
3. That Mr Charles Sitch is re-elected as a director of Spark New Zealand.
4. That approval is given for the issue by Spark New Zealand to Mr Simon Moutter (Managing Director) during the period to 5 November 2018 of in total up to 1,000,000 shares in Spark New Zealand under the Managing Director Performance Equity Scheme (comprising redeemable ordinary shares and, where contemplated by the scheme, ordinary shares).
5. That approval is given for the issue by Spark New Zealand to Mr Simon Moutter (Managing Director) during the period to 5 November 2018 of in total: up to 1,250,000 ordinary shares in Spark New Zealand; and an associated interest-free loan up to \$3,000,000 to pay for the shares issued, each under the Managing Director Long Term Incentive Scheme.
7. That approval is given for alterations to Spark New Zealand's constitution.

Details of the total number of votes cast in person or by a proxy holder on a poll are:

Resolution	For	Against	Abstain
1. Fix auditor's remuneration	1,060,847,585 (99.91%)	953,011 (0.09%)	3,359,377
2. Re-election of Paul Berriman	1,056,931,765 (99.46%)	5,761,867 (0.54%)	2,466,341
3. Re-election of Charles Sitch	1,055,516,898 (99.32%)	7,178,012 (0.68%)	2,465,063

4. Issue of shares to the Managing Director (Performance Equity Scheme)	1,043,643,842 (98.32%)	17,818,829 (1.68%)	2,855,731
5. Issue of shares and provision of financial assistance to the Managing Director (Long Term Incentive Scheme)	1,033,043,065 (97.33%)	28,387,232 (2.67%)	2,886,923
7. Alteration of constitution	1,060,803,016 (99.87%)	1,347,201 (0.13%)	3,000,394

Details of the manner in which shareholders directed their proxies to vote at proxy close (and included above) are:

Resolution	For	Against	Discretionary Proxies	Abstain
1. Fix auditor's remuneration	1,056,953,538	841,188	1,648,108	3,343,247
2. Re-election of Paul Berriman	1,052,961,655	5,721,801	1,649,384	2,453,241
3. Re-election of Charles Sitch	1,051,524,639	7,099,479	1,707,233	2,454,730
4. Issue of shares to the Managing Director (Performance Equity Scheme)	1,040,573,366	17,568,334	1,813,930	2,826,611
5. Issue of shares and provision of financial assistance to the Managing Director (Long Term Incentive Scheme)	1,030,065,509	28,121,264	1,782,220	2,813,248
7. Alteration of constitution	1,056,511,248	1,343,167	1,967,305	2,964,361

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