



2024 ASM INTELLIGENCE REPORT

Exploring emerging meeting and governance trends in New Zealand throughout 2023



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The New Zealand ASM landscape continued to evolve throughout 2023 with issuers feeling the pressure to lift their standards across several key areas.

Significant changes to listed companies' sustainability and climate-related reporting requirements were established at both national and global levels during 2023. These new reporting requirements, which come into effect in 2024, will not only impact the way issuers report on ESG factors, but also how companies integrate those considerations into their business strategies and operations.

The focus on corporate governance continued, leading to the NZX establishing the **Corporate Governance Institute** (CGI), where Computershare New Zealand's Head of Governance Services, Charles Bolt, is one of 11 members. The purpose of the CGI is to consider key issues impacting corporate New Zealand and provide advice and analysis. When announcing its establishment, the NZX Chair commented that the CGI should become the pre-eminent thought leader in New Zealand for corporate governance.

Given the heightened focus on cybersecurity throughout 2023, it's not surprising that the New Zealand Government has proposed changes to the Privacy Act. This will ensure we keep up with international best practice and improve transparency regarding the collection and use of personal information. Although this Amendment Bill is still being reviewed, it underpins the need for issuers to raise their standards.

Launched in 2023, Computershare continues to offer our New Zealand clients access to Proximity, enabling direct transmission of meeting information to institutional investors and instant vote lodgement to the issuer via dedicated APIs.

We have successfully onboarded 16 clients, with further commitments from several clients to sign up for their ASMs in 2024. We are seeing an increase in votes being received and returned, on average 10 days prior to meeting date.

During 2023, Computershare supported our New Zealand clients to successfully deliver over 85 ASMs, with well over half utilising a hybrid meeting format. This format is actively encouraged by the market, including by the New Zealand Shareholders Association.

The 'ASM season' is no longer confined to a six-week process. Investor and proxy engagement, governance disclosures and analysis are now conducted throughout the entire calendar year. Supporting our clients to plan, prepare, conduct and analyse their meetings sees Computershare participate in the full meeting lifecycle, enabling us to use our experience spanning key markets across the globe including Australia, Europe, United Kingdom, North America, Hong Kong and China.

Computershare and Georgeson look forward to supporting our clients and the broader industry throughout 2024.



Stuart Jury
CEO
Computershare Issuer Services
New Zealand



Andrew Thain
Managing Director
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Australia and New Zealand



Corporate Governance

The latest market analysis from Georgeson, exploring the ESG landscape across Australia and New Zealand

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How the Aotearoa New Zealand Climate Standards compare to the International Financial Reporting Standards

Significant changes to listed companies' sustainability and climate-related reporting requirements were established at both national and global levels during 2023 and will take effect from 2024.

Internationally, the Task Force on Climate-related Financial Disclosures (TCFD) and the Sustainability Accounting Standards Board (SASB) have consolidated under the **International Financial Reporting Standards (IFRS) Foundation's International Sustainability Standards Board (ISSB)**, which published two new standards in June 2023:

- > **IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information** is a guideline for companies to disclose all their sustainability-related risks and opportunities that have a financial implication.
- > **IFRS S2 Climate-related Disclosures** sets out the requirements to disclose specific climate-related information based on the recommendations previously made by the TCFD.

Both standards are focused on meeting the information needs of investors. This new baseline is intended to provide reporting entities with a clearer and simplified data collection and reporting process, ensuring information is comparable and understandable for investors as the providers of financial capital.

In New Zealand, **the first cohort of mandatory climate-related disclosures will be issued by the end of the 2024 Financial Year** under the Aotearoa New Zealand Climate Standards (NZ CS).

These new reporting requirements will impact not only the way issuers report on ESG factors but also how well companies integrate those considerations into their business strategies and operations. Inevitably, **these changes will heighten scrutiny of disclosures by investors, regulators, and service providers** such as ESG ratings agencies.



Adapting to this rapidly evolving ESG landscape can become a complex challenge if issuers do not quickly familiarise themselves with the new requirements. For New Zealand issuers the challenge intensifies when considering that complying with NZ CS will not necessarily mean they are aligned to IFRS S1/S2 and vice versa.

The core content and objectives of both NZ CS and IFRS standards are similar in terms of the requirement for disclosures on governance, strategy, risk management, metrics and targets as well as utilising the same approach to materiality and fair presentation. However, there are significant differences including (but not limited to):

- > **Scenario Analysis:** NZ CS is specific on requiring entities to analyse at least three different temperature scenarios (i.e., 1.50C and ≥30C) while IFRS does not mention the number of scenarios nor the temperature outcomes.

- > **Climate resilience assessment:** IFRS S2 requires disclosures of the company's climate resilience assessment as a way of explaining its ability to adapt and respond to a changing climate. NZ CS does not require this as a specific disclosure. However, the External Reporting Board (XRB) encourages this assessment to be considered as part of the scenario analysis exercise. Additionally, IFRS S2 also requires this assessment to be carried out annually while NZ CS does not.
- > **Financial impacts:** IFRS S1/S2 mandate for entities to disclose any anticipated financial effects after its planned response to climate change whilst NZ CS require disclosures of financial impacts before the planned response to climate change is included. While the impact of this difference on disclosures is uncertain, it could potentially mean that when applying NZ CS may result in more extensive disclosures than with IFRS.



The XRB will perform a post-implementation review of the climate disclosures and assess whether aligning with the new international standards will be necessary in December 2025. Meanwhile issuers seeking to attract global investors must consider both national and international standards. If issuers only comply with NZ CS, some global investors may view this as having incomplete disclosures.

These new regulatory developments are also a game-changer for investors as it will allow them to shift their focus away from simply encouraging greater disclosures, to how well and how seriously companies are implementing their sustainability and climate-related strategies. In other words, regulatory changes are increasing the level of rigour through which investors will scrutinise issuers.

Despite the shift towards mandatory climate-reporting becoming the new norm globally, climate disclosures seem to be undergoing a trial phase. That is to say, companies, investors and government bodies globally are watching how these disclosures are going to unfold. It will likely take a few years to achieve global standardisation, transparency and readability for users of the information but meanwhile all stakeholders are involved in the learning process.

How can issuers better prepare for mandatory climate reporting?

Although it seems like the ‘alphabet soup’ of ESG reporting is becoming more complex, these changes mean that sustainability and climate-related reporting are finally on a pathway to simplification, standardisation and effective universal application.

For NZX issuers seeking to stay ahead of the curve, adapting quickly and embracing these changes needs to be understood as an opportunity and as a source of competitive advantage, not just as a compliance exercise.

Regulatory changes are increasing the level of rigour through which investors will scrutinise issuers.



GEORGESON RECOMMENDS

To keep on track, Georgeson suggests:

- > Familiarising yourself with the standards even if your company is not directly affected by the reporting regulations in the immediate term.
- > Performing a gap and peer analysis against the NZ CS and IFRS standards to understand where your strengths and weaknesses are and how equipped you are for mandatory disclosures. The gap analysis can also help you identify the differences in your reporting between NZ CS and IFRS if you wish to comply with both.
- > Preparing your team for robust data collection, due diligence and reporting processes ahead of engaging auditing and assurance providers.
- > Ensuring your board is well informed about legislative changes, investors' expectations, and how your climate change strategy is embedded in your business strategy.

Cybersecurity and data privacy: What does it mean for issuers?

Cybersecurity and data privacy are long-familiar topics for issuers in the technology and communications sectors. However, the expansion of smart technology, generative artificial intelligence (AI), ubiquitous data collection and continual digital disruption make cybersecurity an imminent risk across all industries.

Recent data breaches affecting top corporations globally underscore the critical importance of making cybersecurity a priority topic on NZX issuers' strategic and risk management agendas.

A March 2022 survey from the New Zealand Office of the Privacy Commissioner (OPC) showed that 46% of people are concerned about individual privacy and protection of personal information with the leading cause of distress being 'business sharing personal information'¹.

¹ [Policy concerns and sharing data \(privacy.org.nz\)](https://www.privacy.org.nz/policy-concerns-and-sharing-data)

While these survey results may indicate a decline from previous years, it is important to highlight that the current context is characterised by an all-time high number of scams and associated financial losses.

In addition, the New Zealand Government has proposed changes to the Privacy Act to keep up with international best practice and enhance transparency in regard to the collection and use of personal information. Although this Amendment Bill is still being reviewed, it underpins the need for issuers to lift standards.

Cybersecurity is an ESG issue

Among institutional investors, cybersecurity and data privacy risks are largely considered under the "S" of ESG issues. This is because their 'victims' are mainly individual consumers who, in providing data to corporations, are exposed to identity theft and financial fraud amongst other cyber risks.



As numerous recent high profile cases attest, data privacy incidents can not only affect the company's operations but also cause a loss of trust from clients and harm a company's reputation. This is on top of the direct financial risks of threats of extortion and ransomware that can undermine solvency and commercial viability.

In addition to these risks, there are particular sub-issues within the corporate governance space that amplify the complexity of addressing cybersecurity challenges:

- > Investors, proxy advisers, clients and other stakeholders expect cybersecurity responsibilities to be placed on directors given their duty to act with care and diligence. For instance, **major proxy adviser Glass Lewis includes BitSight cybersecurity rating score in their proxy reports**, giving investors an actionable data point of the resilience of your cyber strategy.

- > We observed a notable trend of **increased votes against the re-election of directors who were members of Risk Committees at corporations which suffered data breaches** in the Australian market. This signifies a growing demand for accountability in their oversight of cyber governance and risk.
- > **Boards are expected to understand cyber risks and have specific skills at their disposal**, either within their membership or ready to hand from specialist advisers. However, there is a skill shortage in this field making these expectations challenging to fulfill.



GEORGESON RECOMMENDS

Board members and key management personnel should take accountability for cybersecurity due diligence. In the event of a breach, regulators will look at the root cause of the incident, assess what was in place for risk management and resilience and how Boards responded to cyber risks. Below is some practical groundwork that companies should consider to ensure maximum preparedness:

- > Assume that because you collect data from clients and other stakeholders your systems are vulnerable. Hence, be proactive and ensure there is an incident response plan in place. Do not wait until it happens to respond.
- > Undertake a materiality assessment to determine how important cybersecurity risks and data privacy are for your business and integrate cybersecurity into the overall company strategy.
- > Align operational practices and reporting to national and international standards such as AS/NZS ISO/IEC 27002:2022.
- > Know your supply chain - including outsourced data centres - and have due diligence processes in place to manage these.
- > Prepare and maintain an updated Data Privacy policy and be transparent about what data you collect, why you do so and how you manage it.
- > Promote cyber education and good practices amongst management and all staff.

NZX Corporate Governance Institute

The focus on corporate governance continues, with the NZX having established the Corporate Governance Institute (CGI) to consider issues and provide it with advice and analysis.

The CGI provides a forum for informed and balanced debate on issues of importance. It encompasses a range of market participants, including institutional investors, advisers, small shareholder advocates and listed company representation – which includes Computershare’s Head of Governance Services, Charles Bolt.

The focus in the last year has been primarily on director independence and CEO remuneration reporting. Included in the director independence discussion has been consideration of the pros and cons of minority protections for independent directors. Specifically, whether decisions on the appointment and removal of independent directors should be in the hands of the minority shareholders.

No conclusion has been reached on the subject, and the market will be watching closely for any developments.

The NZX has also come out with a constructive, voluntary reporting template for CEO remuneration. At the larger end of the market, and especially with the bigger dual listed companies, the Australian market practice tends to be followed, and so the reporting is comprehensive. However, at the smaller end of the market this voluntary template should be welcomed as a useful tool that can be followed in the knowledge that they are delivering what the market wants to see.

Regulatory decision trends

Finally, in the last quarter of 2023 the NZ Markets Disciplinary Tribunal delivered a number of decisions, issuing fines and public censures in relation to compliance and reporting failures with respect to corporate governance code compliance.

These decisions have involved failures to maintain sufficient independent directors, insufficient independent directors on Audit and Risk Committees, and associated failings in companies' compliance reporting against the Governance Code.

These developments reflect an ongoing regulatory focus and tightening around compliance with governance code matters; the Code has been in place long enough now that any grace period is now over and the expectations around companies' systems and processes to ensure compliance are rising in the eyes of the regulators.



Regulators are tightly focused on compliance in relation to governance code matters

Executive Remuneration strikes: A key barometer of institutional investor disquiet

Unlike other developed equity markets including New Zealand, Australia has a unique 'Say on Pay' structure whereby a vote against a company's remuneration report of 25% or more counts as a 'strike'.

If a company incurs strikes at two successive AGMs, it is then required to put forward a Board spill resolution, which is subject to a 50% majority voting requirement for incumbent directors to retain their positions.

In practice, history shows that these contingent spill resolutions rarely pass after a second strike, as most investors (even those opposed to the remuneration report itself) are generally not prepared to go so far as to unseat the entire board. However, companies are very sensitive to investor pushback against their executive remuneration structures and therefore, are generally motivated to avoid incurring a strike.

Remuneration strikes also attract a lot of negative publicity during AGM season, especially when they occur at prominent 'household brand' companies.

So, for good reasons, issuers tend to actively engage with major investors and proxy advisers to avoid a first strike, and even more so to avoid a second one after having over 25% of votes cast against by investors who were unhappy with remuneration structures at the previous AGM.

The 2023 experience

Against a background of widely publicised corporate controversies, 2023 proved to be an especially big year for remuneration strikes at ASX300 companies.

The number of strikes from 2022 to 2023 nearly doubled from 21 to 41. This significant rise is particularly remarkable when compared to relatively lower numbers in 2020 and 2021, representing a record high since the initiation of the two strikes rule in 2011.

This increase was seen across listed issuers of all sizes with institutional investors keen to see best practice instilled. Feedback from many of these investors indicates they are looking for greater transparency from the NZX-listed issuers they currently or plan to invest in.



Why the uplift?

Regarding the question why there was such a spike in remuneration strikes in 2023 in the Australian market, there are typically many company-specific issues in play in any given case. However, some general factors across most remuneration strikes in 2023 include:

- > **Increasing community and shareholder focus on high remuneration of senior executives** at a time of cost-of-living pressures, inflation and rising interest rates. This is particularly interesting when comparing to 2020 data when COVID-19 severely affected the economic outlook but the number of strikes in that year was 25 for the ASX300 in contrast to 41 in 2023.
- > **Major investors such as superannuation funds are increasingly accountable to their own stakeholders (members)** and are therefore more sensitive to being seen to support high executive salaries, especially in the current economic environment.

- > **A disinclination to support payment of large bonuses to executives** in years that a company has experienced significant reputational issues, workplace safety incidents or fatalities. In this regard, the two strikes framework gives ASX investors a unique tool to express dissatisfaction with the board and overall executive and financial performance generally, even if not directly linked to remuneration.

After 12 years of operation, the two strikes rule is still being used to remind issuers about the importance of aligning the interests of executives with those of all stakeholders, particularly investors and customers. Issuers have felt the weight of institutional investor dissatisfaction in 2023.

Significant votes against directors

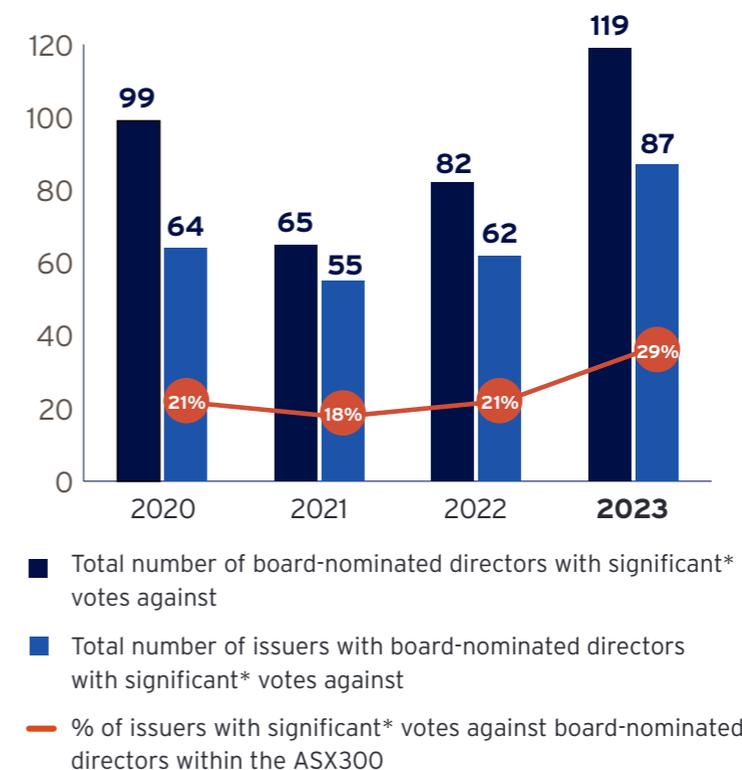
Across the ASX300, there were 119 board-endorsed candidates (new or existing directors) at 87 companies where more than 10% of votes were cast against.

This includes 48 directors at 38 companies where the vote against was higher than 20%, and a further 16 directors at 14 companies where it was higher than 30%.

Since 2020, there has been an upward trend in the number of issuers and individual director candidates receiving 10% or more of votes against.

The results signify an increasing level of concern among investors around corporate reputation issues and governance failures.

Significant votes against board nominated directors in the ASX300



* significant means 10% or more votes against

Importantly, they also highlight an evolution in the approach being used by many key institutional investors, proxy advisers and NGOs to hold individual directors to account rather than (or in addition to) employing more traditional means such as supporting shareholder proposals or voting against remuneration reports to register their dissatisfaction.

Other reasons reported by investors for opposing directors included concerns of 'over-boarding', insufficient gender or ethnic diversity in overall board composition, chronic share price under-performance and perceptions of inadequate risk management, for example around cybersecurity.

Going forward, Georgeson expects that **votes on director appointments and re-elections will become a more important part of boards' engagement dialogue with key institutional investors**. In many cases, this will in effect be an escalation step for investors who have sought changes in the past but remain unsatisfied with the degree of progress. These aspects are key considerations and lessons learnt for the New Zealand issuers.



Although 'Say on pay' is not active in the New Zealand market, we can expect to see more protest votes against director elections in upcoming ASM seasons.



GEORGESON RECOMMENDS

High levels of votes against remuneration reports and election/re-election of board members are the most visible signs of institutional investor disquiet with companies' governance and/or executive performance. Consequently, they are one of the most telling barometers of the state of an issuers' standing with key investors and proxy advisers.

- > Companies that have received high levels of against votes for their remuneration report should analyse the voting decisions of their major investors and seek to understand the rationale for those decisions. These will generally be driven by published policy positions (whether of the investor itself or its proxy advisers).
- > Any changes being considered should be canvassed with key investors and proxy advisers well in advance of the following year's ASM. This is so that companies are not left guessing whether their changes have in fact addressed the concerns that led to negative votes before the issue is locked into a voting proposal. This proactive engagement also affords issuers the opportunity to canvass investors on ideas they may have to improve the company's executive remuneration arrangements.
- > Once remuneration arrangements are locked in, consider how the intent and outcomes are explained in the annual report. Linking to performance and company strategy is crucial to securing investor support.



Know who is voting your shares, not just who has bought them

There are various external influencers who have an impact on both investment decisions and ASM voting, in addition to an investor’s own research.

For this reason, it is crucial that you build relationships with both the people buying your shares and those who are voting at your ASM. Sometimes these are one and the same, but many funds tend to have dedicated stewardship and governance teams which add a layer of complexity to the equation. **Each one of these stakeholders takes a different approach, has differing priorities and, is influenced by different factors.** Regardless, you must ensure you regularly engage with all of them.

Managing each of these influencers effectively and engaging regularly can be challenging. But to ensure you’re maximising support at your ASM, it’s non-negotiable. **Most issuers embark on investor roadshows at least twice a year to discuss financial performance and plans for the future.** This is an important function which helps to retain and attract capital investment.

Some issuers also undertake governance roadshows which are led by non-executive directors rather than management. These roadshows will incorporate index funds, superannuation funds, quantitative funds and proxy advisers, who are not usually part of a traditional roadshow but will still vote at the ASM. Furthermore, these investors have little, if any, input into decisions to buy and sell shares, shifting the focus from financials to corporate governance.



When you accurately assess the voting authority of your investors, it often results in a vastly different list than that seen in share register analysis reports. **This exercise typically reveals the underlying beneficial owners who have significant influence over the final ASM result.** Engaging with the beneficial owners as part of the governance roadshow and in the lead up to the ASM is imperative in securing a positive result.

Additionally, **meeting regularly with proxy advisers to discuss the governance issues that they are focused on is an important step in securing a positive outcome at your ASM.** Their key areas of focus are outlined in their policies and are developed in consultation with their clients – your investors.

These areas of focus include:



ESG



Remuneration



Board Diversity



Director Independence



Performance and Accountability



Risk Management



GEORGESON RECOMMENDS

- > Enhance your public ESG disclosures to ensure they meet the expectations of investors and proxy advisers.
- > Don't assume strong financial performance will automatically deliver a positive ASM result.
- > Don't wait until your financial results are released or until just before your ASM to engage; maximise support by engaging regularly throughout the year.
- > Make sure to include ESG-conscious investors such as index funds and superannuation funds as part of your investor relations program.
- > Understand how much influence proxy advisers have on your register.
- > Meet with the proxy advisers to discuss what you are doing in relation to corporate governance; answer the hard questions and address their concerns well before their reports are published.





The 2023 ASM landscape

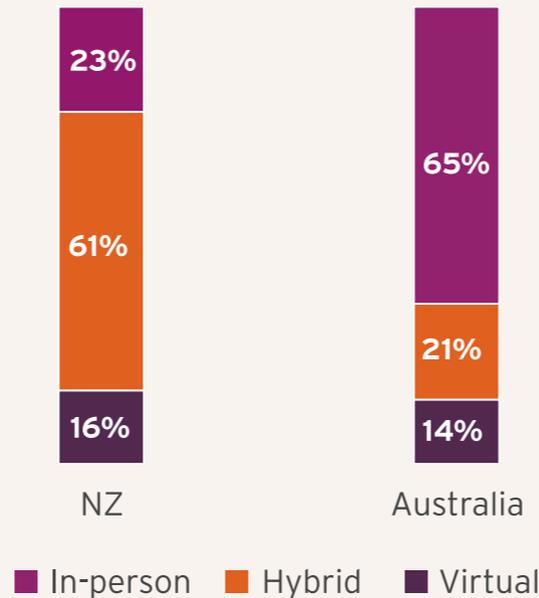
An overview of meeting format, attendance and voting trends

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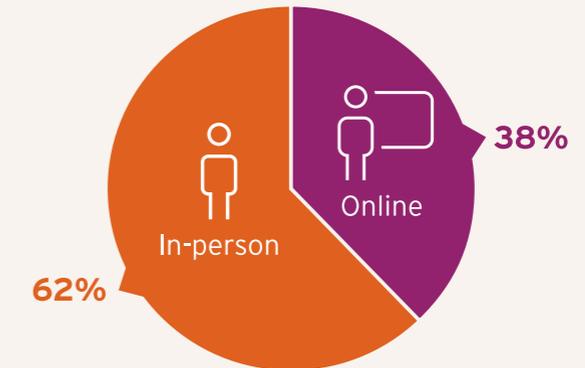


Throughout 2023, New Zealand continued to lead the way in the use of hybrid meetings at 61%. This format is actively encouraged by the market, including the NZ Shareholders Association. The remaining issuers are split between in-person meetings (23%) and virtual only meetings (16%).

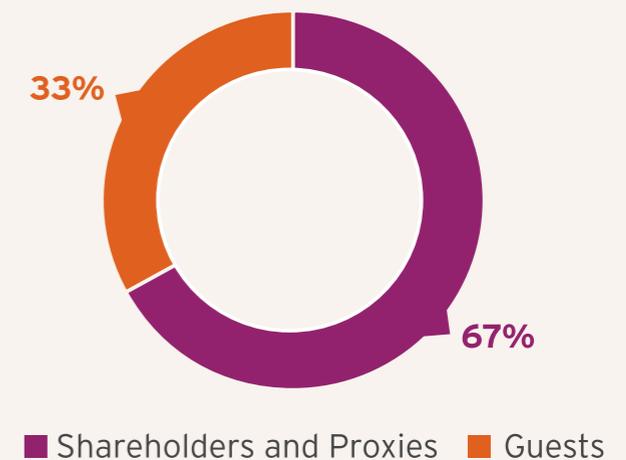
MEETING FORMAT



HYBRID MEETING ATTENDANCE



ATTENDANCE BREAKDOWN

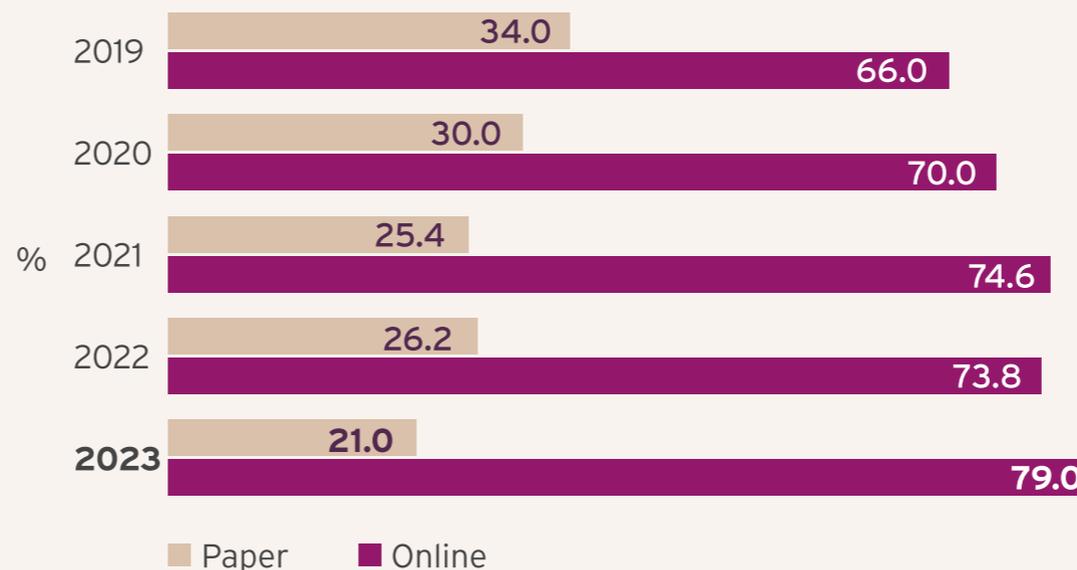


There was a decline in shareholder participation at ASMs during 2023, with 87% of in-person meetings recording less than 50 attendees.

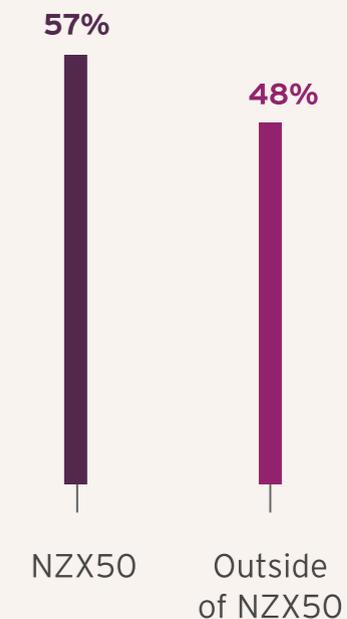
It's clear that both companies and shareholders continue to move away from using paper voting forms with only 21% of shareholders using this method in 2023. The shift to digital brings with it reduced risk, improved information security and greater efficiency for both voting lodgement and the tally process.

In late 2023, Proxymity launched in New Zealand. We expect to see a number of clients use this voting channel over the next 12 months and as a result, an increase in the number of institutional votes being lodged this way.

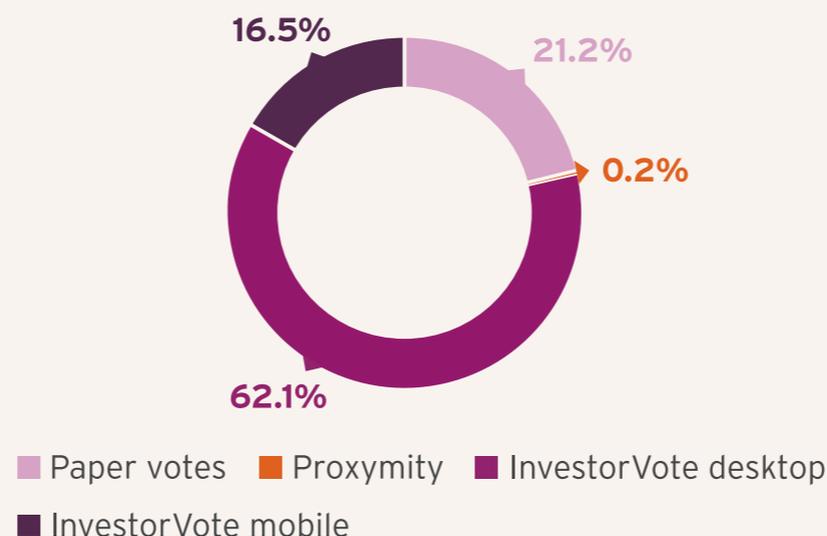
PAPER VS ONLINE VOTING



ISSUED CAPITAL VOTED BY NZX INDEX



PAPER VS ONLINE VOTING



The percentage of issued capital voted has increased by 6.6% in 2023.



Global perspectives

A look at ASMs across the globe

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Following the covid pandemic, many countries in continental Europe have revised their legislation for general meetings to be held virtually.

Now in the second year, we have seen large companies maintaining the virtual format and improving processes. For example, shareholders can now complete their speeches and questions live via video and audio transmission. Smaller companies are returning to physical meetings, due to cost constraints, and considerations due to risk and technical expertise. The growing Climate Activism at shareholder meetings in Continental Europe is causing a lot of larger companies to remain with a virtual meeting.

We see continued pressure from climate activists who are attending shareholder meetings singing, chanting, screaming and putting pressure on management to lower their carbon foot print earlier and CO²-emission levels. Some of the activist groups, like Extinction Rebellion, are getting more aggressive during the meeting. In the Netherlands we have also seen MilieuDefensie rallying up shareholders to join training sessions on how to behave at shareholder meetings, and in return receive a refund on their investment made in that company. They also conducted a TV campaign to convince managers to think about the future and to reduce CO²-emissions.

Large groups of shareholders attended ASMs and continuously asked the same question causing some meetings to last 90 minutes longer (and the chair had to suspend the meetings multiple times). Shareholder groups and Institutional investors in the Netherlands have now asked boards to take further measures to create a safe environment at ASMs and have a dedicated and time limited session on ESG, so other topics can be discussed.

Kirsten van Rooijen
CEO, Issuer Services, Europe



Throughout the 2023 peak meeting season, we have witnessed many companies returning to their pre-covid preferences of in-person.

This return to in-person shows that companies value the opportunity for in-person interactions with shareholders. It is also pleasing to see companies continuing to explore meeting technology and how it can facilitate greater shareholder engagement.

Around one-third of companies holding a virtual or hybrid meeting did so for the first time in 2023.

The volume of meetings that recorded over 100 attendees grew five-fold. However, when compared to 2019, we have not yet returned to the same level of attendance overall.

Shareholder gifts continue to play a part in the meeting landscape, serving as a token of appreciation from companies to shareholders.

Richard Houg
CEO, Issuer Services, Asia



During the 2023 meeting season, Computershare supported UK clients to successfully deliver 484 meetings, 381 of which were ASMs.

As the market returned to 'normal' post-pandemic, more issuers returned to in-person meetings, driven by cost of facilitating online engagement and low online shareholder engagement in previous years.

In 2023, we saw a decrease in the attendance of registered shareholders, and an increase in third party and corporate representative appointments and guests. This change indicates that an increasing number of shareholders are holding their shares in custody accounts and therefore are not receiving direct invitations to annual meetings.

There was also an increase in shareholder activism from organisations such as Stop Oil and Share Action in 2023, which targeted several issuers on business practices and ethnicity reporting.

Mark Cleland
CEO, Issuer Services, UCIA



In 2023, our team managed 1,183 annual meetings.

As the corporate landscape continues to change, annual meetings and investor expectations around ESG issues are evolving as well.

In 2023, U.S. companies saw an increase in the number of ESG-related shareholder proposals that were submitted and voted on at annual meetings, continuing a year-on-year trend that we observed in 2022.

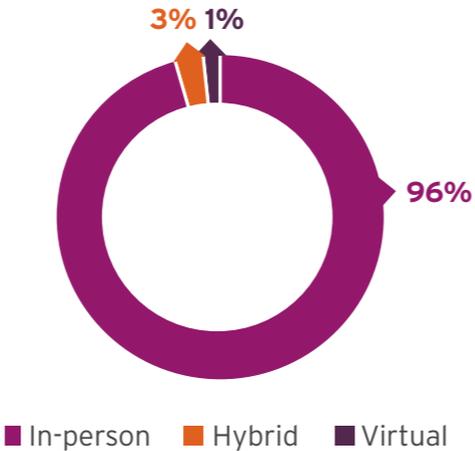
Anti-ESG proposals also increased by 5% from 2022 to 2023, the majority of which were related to social topics. Yet the number of such proposals receiving majority support has declined significantly this year.

Support for director elections and executive remuneration, “say-on-pay” advisory votes, remained relatively consistent with last year.

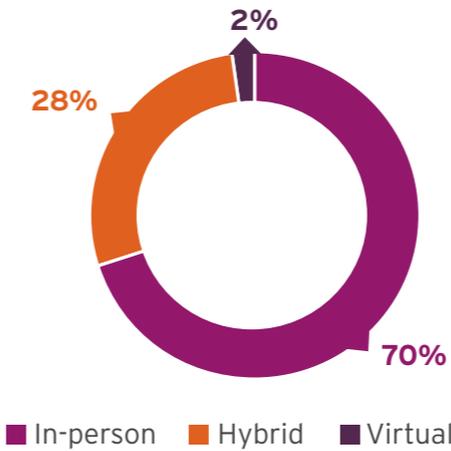
Ann Bowering

CEO, Issuer Services, U.S.

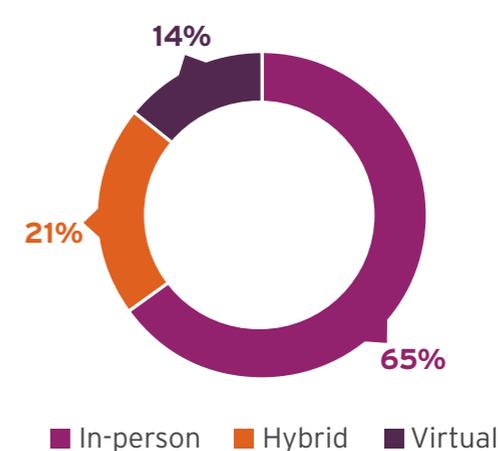
HONG KONG AND MAINLAND CHINA



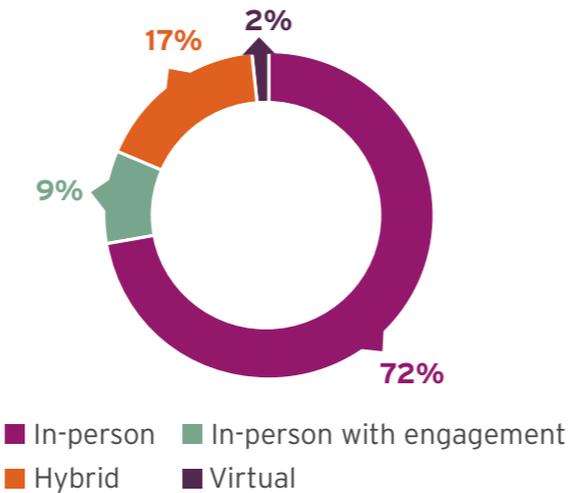
UNITED STATES



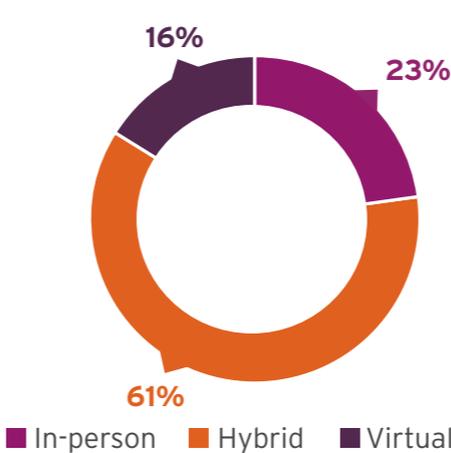
AUSTRALIA



UNITED KINGDOM



NEW ZEALAND





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Computershare Investor Services encompasses a broad portfolio of products and services that cover an extensive range of financial markets across every major region. Register maintenance and corporate actions are at the core of our business. We offer global coverage and deep expertise in international markets, to guide our clients through highly complex transactions.

For more information, visit
www.computershare.com/nz



About Georgeson – a Computershare company

Established in 1935, Georgeson is the world's original and foremost provider of strategic services to corporations and investors working to influence corporate strategy. We offer unsurpassed advice and representation for annual meetings, mergers and acquisitions, proxy contests and other extraordinary transactions. Our local presence and global footprint allow us to analyse and mitigate operational risk associated with various corporate actions worldwide.

For more information, visit
www.georgeson.com/au

The content of this report is intended to provide a general overview of the relevant subject matter and does not constitute legal advice. It is important that you seek independent legal advice on all matters relating to your ASM, compliance with the NZX and ASX Listing Rules and other applicable legal and regulatory requirements.

Unless stated otherwise, the content of this report is based on data relating to Computershare's NZX and ASX listed issuer clients and does not relate to all NZX and ASX listed issuers. Any broader ASX 300-specific analysis contained in this report is based on data provided by CGI Glass Lewis.

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