



Notice of Annual Meeting of Shareholders

Notice is hereby given that the 2017 Annual Meeting of Shareholders of Contact Energy Limited will be held in the Kawau 1 Room, ANZ Viaduct Events Centre, 161 Halsey Street, Auckland, New Zealand on Wednesday 11 October 2017 commencing at 10.30am.

Contact[®]

Business

A. Chairman's Address

B. Chief Executive Officer's Review

C. Financial Statements

In relation to Contact Energy Limited's ("Contact") annual report for the year ended 30 June 2017, to receive the financial statements for that period, and the auditor's report on those financial statements.

D. Resolutions

To consider and, if thought fit, to pass the following ordinary resolutions:

Resolution 1 – Re-election of Victoria Crone

That Victoria Crone be re-elected as a director of Contact.

Resolution 2 – Re-election of Rob McDonald

That Rob McDonald be re-elected as a director of Contact.

Resolution 3 – Auditor

That the directors be authorised to fix the fees and expenses of the auditor.

E. Other Business

To consider any other matter that may lawfully be considered at the annual meeting.

On behalf of the Board of Directors



Sir Ralph Norris
Chairman

13 September 2017

Explanatory Notes



Victoria Crone
Independent Non-Executive Director

Term of office

Appointed director 12 November 2015, last elected 2015 annual meeting.

Board committees

Member of the Health, Safety and Environment Committee and the Remuneration and Nominations Committee.

Victoria has over 20 years' experience in the communications and IT sectors. Her experience spans from start-ups to mature products across consumer, small business and enterprise sectors. She is chief executive of Callaghan Innovation and chair of Figure.NZ. A former managing director of Xero New Zealand, Victoria also held senior management roles in sales and marketing at Chorus and Telecom. She is a passionate Kiwi and a member of NZ Global Women. Victoria holds a Master's degree in Commerce and Administration (Marketing and Management) from Victoria University.



Rob McDonald
Independent Non-Executive Director

Term of office

Appointed director 12 November 2015, last elected 2015 annual meeting.

Board committees

Member of the Audit Committee.

Rob's finance career spans over 30 years, having worked overseas before joining Coopers and Lybrand in the corporate advisory and valuations practice in 1985. He is currently the chief financial officer with Air New Zealand, a position held since 2004, prior to which he was the group treasurer. He is a former board member of the Institute of Finance Professionals New Zealand Inc. and the former vice chairman of the IATA Financial Committee. Rob has a Bachelor of Commerce from Auckland University and in 1999 completed the Program of Management Development at Harvard Business School. He is a Fellow of Chartered Accountants Australia and New Zealand.

Resolutions 1 and 2 – Re-election of Victoria Crone and Rob McDonald

Contact's constitution requires that at least one third of the directors (or the number nearest to one third) must retire by rotation at the annual meeting of shareholders each year, but shall be eligible for re-election at that meeting. Those required to retire are those who have been longest in office since they were last elected. Victoria Crone and Rob McDonald are the directors who have been longest in office since they were last elected. Each of them is eligible and they offer themselves for re-election. The Board unanimously recommends that shareholders vote in favour of the re-election of Victoria Crone and Rob McDonald. They are both considered by the Board to be independent directors.

Resolution 3 – Auditor

KPMG is automatically reappointed as auditor under section 207T of the Companies Act 1993 ("Act"). The proposed resolution is to authorise the Board, under section 207S of the Act, to fix the fees and expenses of the auditor.

Procedural Notes

1. Voting

Voting entitlements for the annual meeting will be determined at 10.30am on Monday 9 October 2017 based on registered shareholdings at that time. Voting on all resolutions put before the meeting shall be by poll. Results of the voting will be notified on the New Zealand and Australian stock exchanges.

2. Proxies and Corporate Representatives

If you are a shareholder of Contact entitled to attend and vote you are entitled to appoint a proxy to attend and vote instead of yourself. A proxy need not be a shareholder of Contact. Any corporation that is a shareholder of Contact may appoint a person as its representative to attend the annual meeting and vote on its behalf, in the same manner as that in which it could appoint a proxy.

3. Proxy appointment

A proxy form accompanies this notice of meeting and it must be lodged at the office of the share registry, Link Market Services, not less than 48 hours before the commencement of the annual meeting, that is **not later than 10.30am on Monday 9 October 2017**. Any proxy form received after that time will not be valid for the annual meeting.

If you complete the proxy form in full but do not name a person as your proxy or your proxy does not attend the meeting, the Chairman of the Meeting will act as your proxy and vote in accordance with your express direction.

You can lodge your proxy online by going to vote.linkmarketservices.com/CEN or by scanning the QR code on the proxy form with your smartphone.

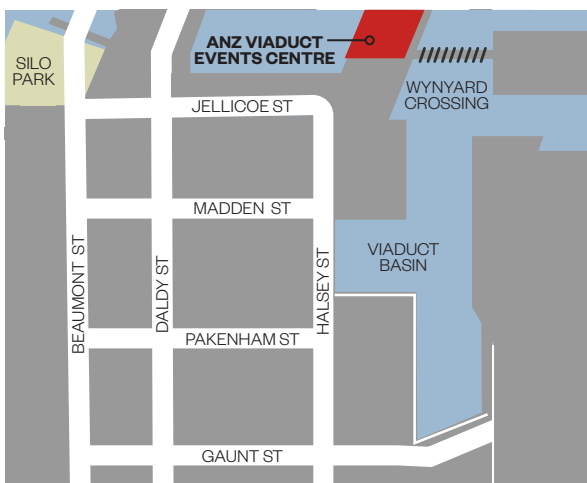
4. Shareholder questions

Shareholders present at the annual meeting will have the opportunity to ask questions during the meeting. If you cannot attend the annual meeting but would like to ask a question you can submit a question online by going to vote.linkmarketservices.com/CEN and completing the online validation process or by using the proxy form. Questions need to be submitted by 10.30am Monday 9 October 2017. Contact reserves the right not to address any questions that it is not required to address or, in the Board's opinion, are not reasonable to address in the context of an annual meeting.

Venue Location

The ANZ Viaduct Events Centre is situated on Halsey Street Wharf Extension in the Viaduct Basin and is within easy walking distance of Auckland's CBD.

The nearest car park building is Downtown Carpark located at 31 Customs Street West. There is also limited car parking available at Wynyard Quarter car park.



Webcast

A live recording of the annual meeting will be broadcast on Contact's website [contact.co.nz/aboutus/investor-centre](https://www.contact.co.nz/aboutus/investor-centre)