### **GOVERNANCE ROADSHOW**

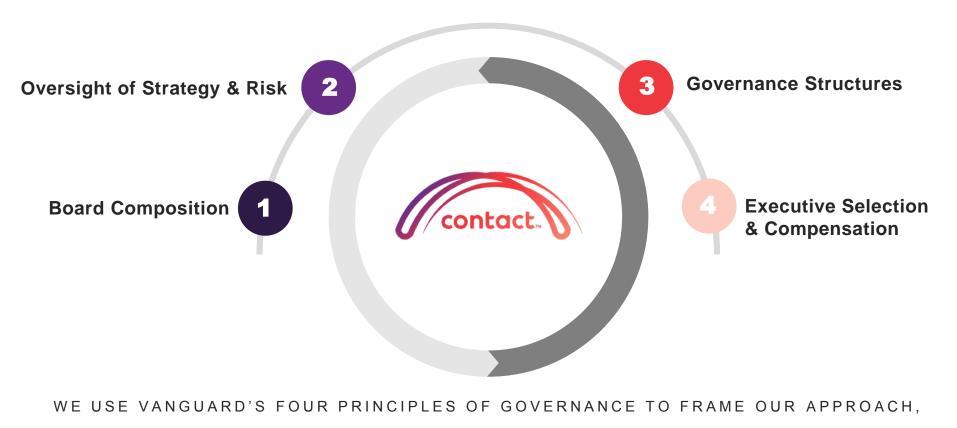
Auckland, Wellington, Sydney

OCTOBER 2019



## **CORPORATE GOVERNANCE PRINCIPLES**

EFFECTIVE CORPORATE GOVERNANCE IS AN IMPORTANT INGREDIENT FOR THE LONG-TERM SUCCESS OF COMPANIES AND THEIR INVESTORS



#### AND COMPLEMENT OUR DOMESTIC STANDARDS

### **BOARD OF DIRECTORS**

THE BOARD REPRESENT THE INTERESTS OF THEIR SHAREHOLDERS AND MAKE CRITICAL DECISIONS ABOUT A COMPANY'S LEADERSHIP, ITS STRATEGY, AND THE RISKS THAT COULD CREATE OBSTACLES TO ITS LONG-TERM SUCCESS



Elena Trout, Victoria Crone, Jon Macdonald, Dame Therese Walsh, David Smol, Whaimutu Dewes, Rob McDonald



## **BOARD OF DIRECTORS**

### CONT.

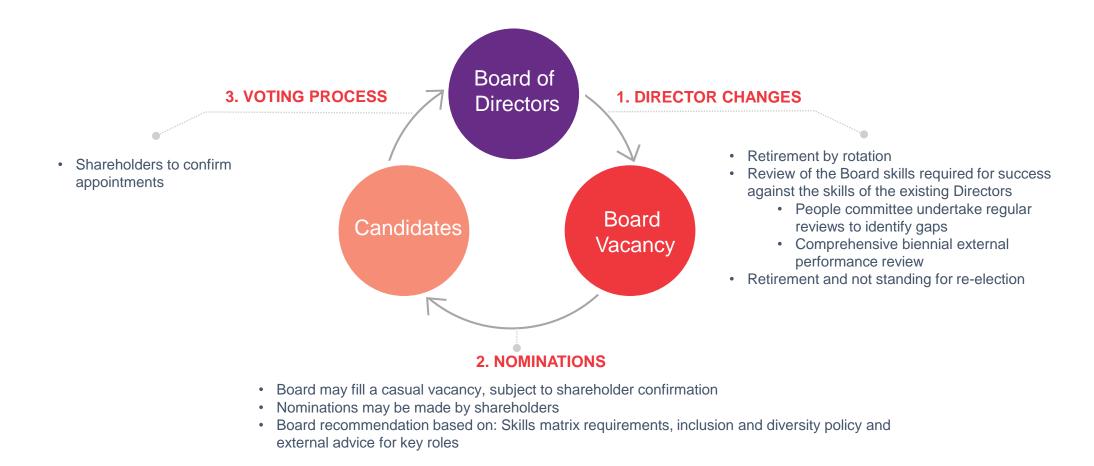
STRATEGIC FOCUS		EXPERTISE
Customer	Next generation customer experience	222
Wholesale	Energy sector, including regulation, generation and renewable energy	RRR
Corporate/Portfolio	Physical infrastructure	22
	Capital markets – investment community knowledge and connections	<u> </u>
	Portfolio efficiency	RRR
	Iwi connections/relationships	RRR
	Financial expertise	ARRA
	IT/Technology	AAAA



A Primary A Secondary 4

### **BOARD COMPOSITION**

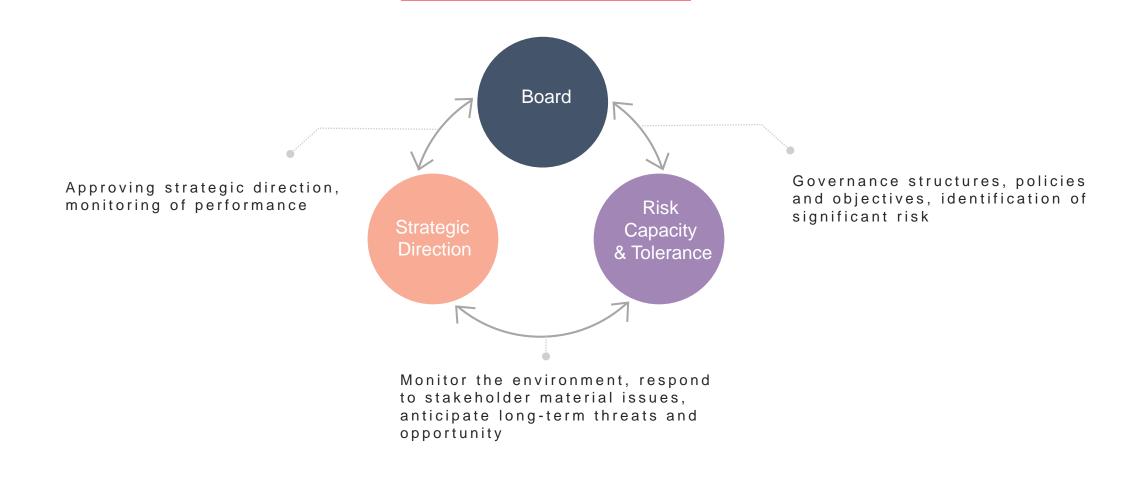
REGULAR PERFORMANCE REVIEWS, COMPLEMENTED BY A ROBUST SELECTION PROCESS, ENSURE ALIGNMENT OF THE BOARD'S SKILLS WITH THE COMPANY'S STRATEGIC FOCUS





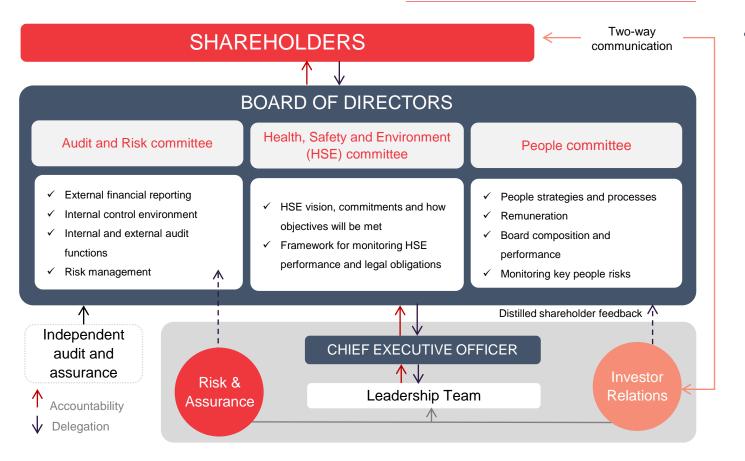
### **OVERSIGHT OF STRATEGY & RISK**

RISK MANAGEMENT FRAMEWORK ENABLES THE BOARD TO SET AN APPROPRIATE RISK STRATEGY AND ENSURE THAT RISK IS MANAGED THROUGH THE ORGANISATION



# **GOVERNANCE STRUCTURES**

### TO EMPOWER SHAREHOLDERS AND ENSURE ACCOUNTABILITY



- Giving **shareholders a voice and a vote** on governance matters
  - Annual meeting where shareholders can ask questions and vote on all resolutions including Director appointments. This can be done in-person, through the virtual meeting facilities or by proxy
  - Every three years Directors are required to retire by rotation at the annual meeting
    - All shareholders have equal voting rights with voting by poll
  - Any shareholder may propose a resolution provided sufficient notice is given
  - Contact runs an active investor relations programme which facilitates effective twoway communication with shareholders

## **INCOMING CHIEF EXECUTIVE**

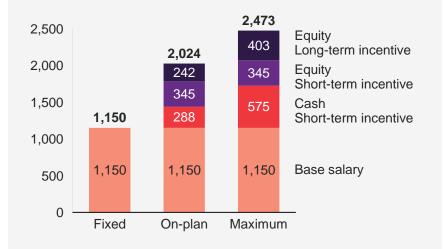
### PROVEN LEADER WITH A STRONG TRACK RECORD IN RENEWABLE ENERGY



#### **MICHAEL FUGE**

- Mike will join Contact in Q1 2020 after an extensive international search
- Strong track record as the Chief Executive of Pacific Hydro in Melbourne – a global renewable energy owner, operator and developer
- Long history in the energy sector, both in New Zealand and internationally, with his current role as the Chief Executive of Refining NZ, having also held the position of Chief Operating Officer at Genesis Energy, following a long career at Royal Dutch Shell Group internationally
- Mike will ensure Contact is a leader in the decarbonisation of New Zealand

#### EXECUTIVE REMUNERATION (\$000s)



- CEO remuneration package that reflects the wideranging skills required – based on independent remuneration benchmark data
  - Equity incentives ensure alignment with shareholders
  - Cash incentives dependent on achievement of Boardset KPIs (operating FCF – 60%, EPS – 30%, HSE index – 10%)

## **EXECUTIVE MANAGEMENT TEAM**

CONTACT IS LED BY AN EXPERIENCED AND DIVERSE LEADERSHIP TEAM WHO IS COMMITTED TO OUR CUSTOMERS, SHAREHOLDERS AND PEOPLE



James Kilty (Chief Generation and Development Officer), Vena Crawley (Chief Customer Officer), Dorian Devers (Chief Financial Officer), Dennis Barnes (Chief Executive Officer), Catherine Thompson (GM External Relations and General Counsel)

- Two new appointments delivering a diverse capability set and mix of tenure to support strategy execution
  - Dorian Devers was appointed as Chief Financial Officer in December 2018. Dorian brings strong business transformation experience, having led successful turnarounds of businesses in both the UK and South Africa.
  - Announced the appointment of Jan Bibby who will join Contact as Chief People Officer in November. Jan has driven organisational transformations through mergers and acquisitions, leadership development, talent management, change management
- The remaining members of the leadership team have been in their current roles since at least 2014

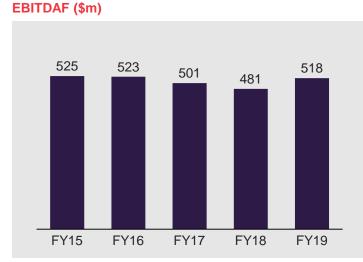


### WHY OWN CONTACT?

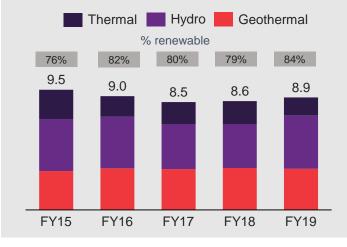
THE INVESTMENT OPPORTUNITY IN OUR CORE MARKETS IS SIGNIFICANT, WITH GOOD VISIBILITY ON PROJECTS TO DELIVER CASHFLOW GROWTH



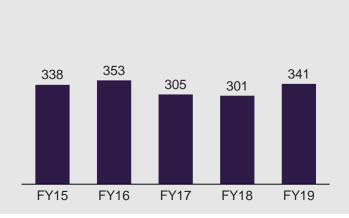
## STRONG FINANCIAL TRACK RECORD



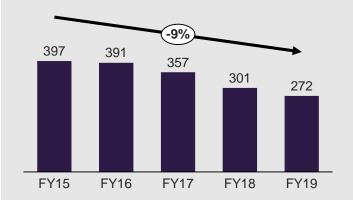
#### **ELECTRICITY GENERATION (TWh)**



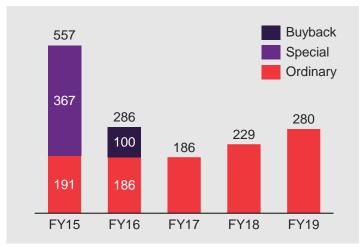
#### **OPERATING FREE CASH FLOW (\$m)**



CONTROLLABLE OPEX AND CAPEX (\$m)



#### DISTRIBUTIONS (\$m)

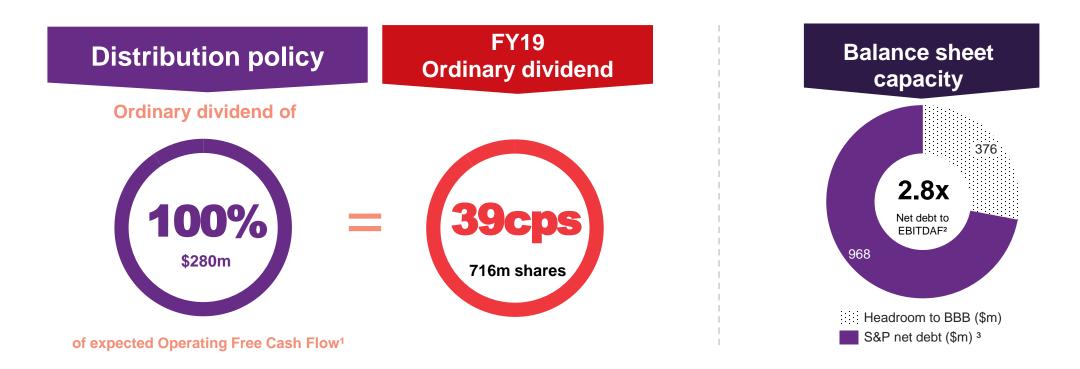


#### NET DEBT / EBITDAF (x)



## **DISTRIBUTION POLICY**

### DISTRIBUTION POLICY PROVIDES CLARITY TO INVESTORS AND DRIVES A STRONG CAPITAL DISCIPLINE



- Recent business portfolio changes provide balance sheet capacity to buffer shareholders from hydrology and stay-in-business capex cycles
- Structural changes which cause sustainable changes in operating free cash flow will lead to reassessment of 39 cps dividend.

<sup>1</sup>Operating Cash Flow less stay-in-business capex and net interest costs after adjusting for expected medium-term stay-in-business capital expenditure, mean hydrology and appropriate Board consideration of a sustainable financial structure including targeting the long-term credit rating of BBB from S&P <sup>2</sup>Assuming FY20(f) EBITDAF of \$480m <sup>3</sup>As at June 30 2019. With a new long-term user contracted to access AGS, S&P will no longer capitalise the storage service payments from FY20