



NOTICE OF
2014 ANNUAL
MEETING OF
SHAREHOLDERS

Notice of Annual Meeting of Shareholders

Notice is hereby given that the 2014 Annual Meeting of Shareholders of Contact Energy Limited ('the Company') will be held in the Lambton Ballroom, InterContinental Hotel, 2 Grey Street, Wellington, New Zealand on Tuesday 14 October 2014 commencing at 10.00am.

BUSINESS

A. Chairman's Address

B. Chief Executive Officer's Review

C. Financial Statements

In relation to Contact Energy Limited's annual report for the year ended 30 June 2014, to receive the Company's 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 Grant King

That Grant King, who retires by rotation and is eligible for re-election, be re-elected as a director of the Company.

Resolution 2 – Re-election of Sue Sheldon

That Sue Sheldon, who retires by rotation and is eligible for re-election, be re-elected as a director of the Company.

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



Grant King

Chairman

26 September 2014

Explanatory Notes to Notice of Meeting

RESOLUTIONS 1 AND 2 – RE-ELECTION OF DIRECTORS

Grant King and Sue Sheldon retire by rotation and offer themselves for re-election. The Board of Directors ('the Board') unanimously supports the re-election of Grant and Sue.



Grant King
*Chairman and
Non-Executive Director*

Term of office
Appointed director 1 October 2004, last re-elected 2011 Annual Meeting.

Board committees
Chairman of the Nominations Committee and member of the Risk Committee.

Grant King was appointed to the Board when Origin Energy became Contact's majority shareholder in 2004. He is the managing director of Origin Energy, a position to which he was appointed to at the time of its demerger from Boral Limited in February 2000, and was managing director of Boral Energy from 1994. Prior to joining Boral, he was general manager of AGL Gas Companies. Grant is a councillor of the Australian Petroleum Production and Exploration Association, a director of the Business Council of Australia, and chairman of the Business Council of Australia Infrastructure and Sustainability Growth Committee. Grant has a civil engineering degree from the University of New South Wales and a Master of Management from the University of Wollongong.

Procedural Notes

1. Voting entitlements for the Annual Meeting will be determined at 10.00am on Sunday 12 October 2014 based on registered shareholdings at that time.
2. A shareholder of the Company who is entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.
3. Any corporation that is a shareholder of the Company 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.
4. A proxy form accompanies this notice of meeting and it must be lodged at the office of the share registrar, Link Market Services Limited, not less than 48 hours before the commencement of the Annual Meeting, that is **not later than 10.00am on Sunday 12 October 2014**. Any proxy form received after that time will not be valid for the scheduled meeting.



Sue Sheldon CNZM
*Independent
Non-Executive Director*

Term of office
Appointed director 16 March 2009, last re-elected 2011 Annual Meeting.

Board committees
Chairman of the Board Audit Committee, member of the Nominations Committee and Risk Committee.

Sue Sheldon is a professional company director. She is the chairman of Chorus Limited, Freightways Limited and Paymark Limited. She is a former deputy chairman of the Reserve Bank of New Zealand and Christchurch International Airport Limited, a former director of Smiths City Group Limited and former chairman of the board of trustees of the National Provident Fund. Prior to moving into a professional director role, Sue practised as a chartered accountant. She is a former president of the New Zealand Institute of Chartered Accountants and was made a Companion of the New Zealand Order of Merit in the Queen's Birthday Honours List in 2007 for services to business.

RESOLUTION 3 – AUDITOR

KPMG is automatically reappointed as auditor under section 200 of the Companies Act 1993. This resolution authorises the Board to fix the fees and expenses of the auditor.

Venue Location

The 2014 Annual Meeting of Shareholders of Contact Energy Limited will be held in the Lambton Ballroom, InterContinental Hotel, 2 Grey Street, Wellington, New Zealand on Tuesday 14 October 2014 commencing at 10.00am.

