

44°15' S —  
170°6' E



○ As seen, worldwide



NOTICE OF MEETING  
2024

- Notice is given that the 2024 Annual Meeting of shareholders of Tourism Holdings Limited (Company) will be held at:

The offices of MUFG Pension and Market Services (formerly Link Market Services), Level 30, PwC Tower, 15 Customs Street West, Auckland, at 1:00pm (NZT) on Thursday 17 October 2024.



1:00pm (NZT)  
Thursday 17 October 2024

Shareholders will also be able to attend and participate in the 2024 Annual Meeting online via a virtual meeting platform at [www.virtualmeeting.co.nz/thl24](http://www.virtualmeeting.co.nz/thl24). By signing up for the Virtual Annual Meeting, you will be able to watch the Annual Meeting, vote and ask questions by logging on using your computer from anywhere an internet connection is available. Further information, including how to register for the Virtual Annual Meeting, can be found in the Procedural Matters section at the back of this Notice of Annual Meeting.

## Agenda

### A. Chair's address

### B. Chief Executive's review

### C. Ordinary business and resolution

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

#### Resolution 1: Auditor remuneration

That the Directors are authorised to fix the remuneration of the auditors for the ensuing year.

### D. Other Business

To consider such other business as may be properly submitted to the meeting.

By order of the Board

**Cathy Quinn** ONZM  
Chair

17 September 2024

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## Explanatory Notes

### 1. Auditor remuneration (Resolution 1)

EY New Zealand is automatically re-appointed as auditor under section 207T of the Companies Act 1993. The proposed resolution authorises the Board of Directors to fix the remuneration of the auditor.

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## ○ Procedural Matters

### Ordinary resolution

Resolution 1 must be passed as an ordinary resolution of the Company. Pursuant to Part A of the NZX Listing Rules, an ordinary resolution means a resolution passed by a simple majority of votes of financial product holders of the Company entitled to vote and voting.

### Hybrid Annual Meeting

Shareholders will be able to attend the meeting in person at the offices of MUFG Pension and Market Services (formerly Link Market Services), Level 30, PwC Tower, 15 Customs Street West, Auckland or via an online platform at [www.virtualmeeting.co.nz/thl24](http://www.virtualmeeting.co.nz/thl24). Via the online platform, shareholders will be able to vote and ask questions during the Annual Meeting. To attend online, you will require your Holder Number for verification purposes. More information regarding virtual attendance at the Annual Meeting (including how to vote and ask questions virtually during the Meeting) is available in the Virtual Meeting Guide available at [https://bcast.linkinvestorservices.co.nz/MUFG/MUFG\\_VirtualMeetingGuide.pdf](https://bcast.linkinvestorservices.co.nz/MUFG/MUFG_VirtualMeetingGuide.pdf).

### Shareholders entitled to attend and vote

Pursuant to section 125 of the Companies Act 1993, the Board has determined that for the purposes of voting at the Annual Meeting, only those registered shareholders of the Company as at 5.30pm (NZT) on Tuesday, 15 October 2024, being a day not more than 48 hours before the meeting, shall be entitled to exercise the right to vote at the meeting, subject to the rest noted below.

### Voting Restrictions

There are no voting restrictions.

### Proxy

A shareholder who is entitled to attend and vote at the meeting may appoint a proxy to attend and vote instead of that shareholder. A company which is a shareholder may appoint a representative to attend the meeting on its behalf in the same manner as it could appoint a proxy.

If you wish to appoint a proxy you should complete the enclosed proxy form. Alternatively, you can lodge your proxy appointment online by following the instructions set out in the enclosed proxy form. A proxy need not be a holder of shares.

The Chair of the meeting, Cathy Quinn, is willing to act as proxy for any shareholder who may wish to appoint her for that purpose. Where a direction is not given to the Chair as to how to cast the vote on the Resolution, then the Chair intends to vote in favour of the Resolution.

No proxy shall be entitled to vote at the meeting unless a proxy form is received by the Company's Share Registrar, MUFG Corporate Markets (formerly Link Market Services), either by post to PO Box 91976, Victoria Street West, Auckland 1142, by email to [meetings@linkmarketservices.com](mailto:meetings@linkmarketservices.com), or deliver in person to MUFG Corporate Markets, Level 30, PwC Tower, 15 Customs Street West, Auckland 1010, so as to be received no later than 48 hours before the time set for the meeting. Alternatively, if you elect to appoint your proxy online, this must be completed by 1:00pm (NZT) on Tuesday, 15 October 2024 (no later than 48 hours before the time set for the meeting).

### Postal & Online voting

A shareholder who is entitled to attend and vote at the meeting may cast a postal vote, instead of attending in person or appointing a proxy to attend. You do not need to appoint a proxy if you cast a postal vote.

If you wish to cast your postal vote, you should complete the enclosed voting paper. Alternatively, you can cast your postal vote online by following the instructions set out in the enclosed voting paper.

MUFG Corporate Markets has been authorised by the Board to receive and count postal votes at the meeting.

No postal vote will be counted at the meeting unless a voting paper is received by the Company's Share Registrar, MUFG Corporate Markets, either by post to PO Box 91976, Victoria Street West, Auckland 1142, by email to [meetings@linkmarketservices.com](mailto:meetings@linkmarketservices.com), or deliver in person to MUFG Corporate Markets, Level 30, PwC Tower, 15 Customs Street West, Auckland 1010, no later than 1:00pm (NZT) on Tuesday, 15 October 2024 (48 hours before the time set for the meeting). Alternatively, if you elect to cast your postal vote online at <https://vote.linkmarketservices.com/thl/>, this must be completed no later than 48 hours before the time set for the meeting.



36°27' N — 116°52' W

○ See you out there.

 [THLONLINE.COM](http://THLONLINE.COM)