

MARKET RELEASE

SkyCity Entertainment Group Limited
(SKC.NZX/SKC.ASX)

30 September 2025

Notice of Annual Meeting – 2025 Annual Meeting

Please find **attached** the following documents relating to SkyCity Entertainment Group Limited's (**SkyCity**) upcoming 2025 Annual Meeting:

1. Notice of Annual Meeting; and
2. Proxy/Voting Form.

SkyCity's 2025 Annual Meeting will be held at the SkyCity Theatre, Level 3, SkyCity Auckland, corner of Wellesley and Hobson Streets, Auckland, and online via Computershare's virtual meeting platform at <https://meetnow.global/nz>, on Friday 31 October 2025 commencing at 10.00am (New Zealand time).

All SkyCity shareholders and bondholders are invited to attend the Annual Meeting. Instructions and further details on how to attend and participate in the Annual Meeting are set out in the Explanatory Notes in the Notice of Annual Meeting and the Virtual Meeting Guide available at www.computershare.com/vm-guide-nz.

Ends

For more information, please contact:

Investors and analysts	Media
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This announcement has been authorised for release by:
Phil Leightley, General Counsel & Company Secretary



Notice of Annual Meeting
2025

Dear Shareholder and/or Bondholder

The 2025 Annual Meeting for SkyCity Entertainment Group Limited (**SkyCity**) will be a hybrid meeting. You can attend the Annual Meeting either:

- **in person** at the SkyCity Theatre, Level 3, SkyCity Auckland, corner of Wellesley and Hobson Streets, Auckland; or
- **online** via Computershare's virtual meeting platform using a computer, laptop, tablet or smartphone.

Instructions and further details on how to attend and participate in the Annual Meeting are set out in the Explanatory Notes in this Notice of Annual Meeting and the Virtual Meeting Guide available at www.computershare.com/vm-guide-nz.

The SkyCity Board and management look forward to welcoming you to the 2025 Annual Meeting.

On behalf of the SkyCity Board



PHIL LEIGHTLEY
Company Secretary

30 September 2025

ANNUAL MEETING OF SHAREHOLDERS

Date: Friday 31 October 2025

Time: 10.00am (New Zealand time)

Venue: SkyCity Theatre, Level 3, SkyCity Auckland, corner of Wellesley and Hobson Streets, Auckland

Online at <https://meetnow.global/nz>

BUSINESS AND AGENDA OF THE MEETING

A. Address from the Chair of the SkyCity Board

B. Address from the Chief Executive Officer

C. Resolutions

Shareholders will be asked to consider and, if thought appropriate, pass the following ordinary resolutions:

1. To re-elect Kate Hughes

Kate Hughes retires from office at the Annual Meeting and, being eligible, offers herself for re-election

2. To re-elect Glenn Davis

Glenn Davis retires from office at the Annual Meeting and, being eligible, offers himself for re-election

3. To authorise the directors to fix the fees and expenses of the auditor of the company

D. General Business and Questions from Shareholders and Bondholders

Response to questions submitted prior to the Annual Meeting (to the extent the questions have not already been addressed in the above addresses) and questions raised at the Annual Meeting

Pursuant to section 105(2) of the Companies Act 1993, an ordinary resolution means a resolution passed by a simple majority of votes of those shareholders entitled to vote and voting.

Further information relating to the resolutions is set out in the Explanatory Notes in this Notice of Meeting.

Explanatory Notes

ATTENDING THE ANNUAL MEETING IN PERSON

Shareholders and bondholders attending the Annual Meeting may park free of charge in the SkyCity Auckland Main Car Park.

Please take a ticket on entry into the car park and we will replace your ticket with a prepaid one at the Annual Meeting.

ATTENDING THE ANNUAL MEETING VIRTUALLY

Shareholders and bondholders who are unable to attend the Annual Meeting in person can attend and participate online via Computershare's virtual meeting platform using a computer, laptop, tablet or smartphone.

To attend virtually, go to <https://meetnow.global/hz> and follow the prompts under the 'SkyCity Entertainment Group Limited Annual Meeting' icon. Your browser will need to be compatible with the latest version of Chrome, Safari or Edge.

If you are a shareholder, you will also need your CSN/Securityholder Number, which can be found on your proxy form or email invitation (as applicable), for verification purposes.

Shareholders and bondholders will be able to view the presentations on their selected devices. Shareholders will be able to vote on the resolutions to be put to shareholders and will have the ability to ask questions on their selected devices. Bondholders who are not also shareholders are invited to attend the Annual Meeting as a guest but are not entitled to vote on the resolutions or ask questions on their selected devices.

Please refer to the Virtual Meeting Guide available at www.computershare.com/vm-guide-nz for more information. If you have any questions on, or need assistance with, the online process, please contact Computershare on +64 9 488 8777 between 8.30am and 5.00pm (New Zealand time) Monday to Friday.



QUESTIONS

Shareholders and bondholders are invited to submit questions prior to the Annual Meeting by post (PO Box 6443, Wellesley Street, Auckland) or by email (sceginfo@skycity.co.nz).

SkyCity will aggregate the main themes of the questions received by 5.00pm (New Zealand time) on Wednesday 29 October 2025 and respond to them at the Annual Meeting. This means that not every question submitted will be answered individually and some questions may be covered in the Chair's address or Chief Executive Officer's address.

VOTING

Voting at the Annual Meeting will be, as has been the practice in the past, by way of poll.

Results of voting will be posted on the company's website (www.skycityentertainmentgroup.com) and the NZX and ASX following the conclusion of the Annual Meeting and finalisation of the voting results.

PROXIES

All shareholders are entitled to attend and vote at the Annual Meeting or to appoint a proxy or representative (in the case of a corporate shareholder) to attend and vote on their behalf. Shareholders can still attend the meeting even if they have appointed a proxy (although they will not be able to vote if a proxy has been appointed).

Shareholders who wish to vote by appointing a proxy to vote on their behalf may direct their proxy to vote for or against a resolution, to abstain from voting or to exercise their discretion as to how to vote. Please note that your proxy will not be able to vote at the Annual Meeting unless you have provided a voting direction or discretion.

A proxy need not be a shareholder and may be appointed online at www.investorvote.co.nz or (where applicable) by completing the proxy form accompanying this Notice of Annual Meeting.

A proxy appointment must be received by Computershare Investor Services Limited, Level 2, 159 Hurstmere Road, Takapuna, Private Bag 92119, Auckland 1142 by no later than 10.00am (New Zealand time) on Wednesday 29 October 2025.

If, in appointing your proxy, you do not name a person to be your proxy (either online or on the accompanying proxy form), or your named proxy does not attend the Annual Meeting, the Chair of the Annual Meeting will be your proxy and may only vote in accordance with your express direction.

You may appoint the Chair of the Annual Meeting as your proxy. If you appoint the Chair as proxy and have marked the 'proxy discretion' box in relation to resolution 1, 2 or 3, the Chair will vote for that resolution.

RECORDING

A recording of the Annual Meeting will be available on the company's website (www.skycityentertainmentgroup.com) following the Annual Meeting.



Resolutions



RESOLUTION 1

Re-election of Kate Hughes

Under NZX Listing Rule 2.7.1, a director must not hold office (without re-election) past the third annual

meeting following the director's appointment or three years, whichever is longer.

Kate Hughes was appointed to the SkyCity Board in September 2022 and elected by shareholders in October 2022. Accordingly, she retires at the Annual Meeting and offers herself for re-election in accordance with NZX Listing Rule 2.7.1.

The Board considers Kate to be an independent director and unanimously recommends that shareholders vote in favour of her re-election.

SKYCITY BOARD COMMITTEES

- Chair of the Risk and Compliance Committee
- Member of the Governance and Nominations Committee
- Member of the Audit Committee
- Member of the Transformation Sub-Committee

BACKGROUND

Kate is an experienced non-executive director, holding board and committee roles across a diverse portfolio.

Kate is currently on the Boards of the Australian Maritime Safety Authority, SuniTAFE and Lower Murray Water. She is also the Chair of ClinicTech and chairs the Audit and Risk Committees for the Victorian Department of Health and the Australian Prudential Regulation Authority.

Prior to embarking on a governance career, Kate held executive roles in risk management, governance, and compliance across various sectors, including financial services, agribusiness, fast moving consumer goods, telecommunications, and tertiary education. Her private sector experience is complemented by regulatory experience at the Australian Securities and Investments Commission and NSW Treasury.

Kate holds tertiary qualifications in commerce, applied finance and occupational health and safety, and is a graduate of the Australian Institute of Company Directors.





RESOLUTION 2

Re-election of Glenn Davis

Glenn Davis was appointed to the SkyCity Board in 2022 and elected by shareholders in October 2022. Accordingly, he

retires at the Annual Meeting and offers himself for re-election in accordance with NZX Listing Rule 2.7.1.

The Board considers Glenn to be an independent director and unanimously recommends that shareholders vote in favour of his re-election.

SKYCITY BOARD COMMITTEES

- Member of the Risk and Compliance Committee
- Member of the Governance and Nominations Committee
- Member of the Transformation Sub-Committee
- Non-executive director and Chair of the SkyCity Adelaide Board

BACKGROUND

Glenn has practised as a solicitor in corporate and risk throughout Australia for over 35 years with expertise and experience in the execution of large transactions, risk management and in corporate activity regulated by the Australian Corporations Act and ASX.

Glenn has extensive board experience across the public, private, family and government sectors. Upon stepping down from the Board of Adrad Holdings Limited in September 2025, Glenn holds three directorships, allowing him to devote sufficient time to his role on the Board of SkyCity. As well as being a SkyCity director, Glenn is also currently a director of ASX-listed entities Elders Limited (as Chair from 1 November 2025), and iTech Minerals Limited (as Chair). He has broad board experience over many years in the manufacturing, resources, retail, property, seafood, and primary production industries.

Glenn holds tertiary qualifications in law and economics and is a fellow of the Australian Institute of Company Directors.

RESOLUTION 3

Remuneration of Auditor

Section 207T of the Companies Act 1993 provides that a company's auditor is automatically re-appointed at an annual meeting of shareholders of the company unless there is a resolution or other reason for the auditor not to be re-appointed. The company wishes PricewaterhouseCoopers to continue as the company's auditor, and PricewaterhouseCoopers has indicated its willingness to do so. Accordingly, PricewaterhouseCoopers will automatically be re-appointed as the auditor of the company at the Annual Meeting.

Section 207S of the Companies Act 1993 provides that the fees and expenses of the company's auditor are to be fixed by the company at the annual meeting or in the manner that the company determines at the annual meeting. The SkyCity Board proposes that, consistent with commercial and past practice, the auditor's fees should be fixed by the directors.





skycityentertainmentgroup.com

LODGE YOUR PROXY



Online
www.investorvote.co.nz



By Mail
Computershare Investor Services Limited
Private Bag 92119
Auckland 1142
New Zealand

FOR ALL ENQUIRIES



+64 9 488 8777



corporateactions@computershare.co.nz

PROXY/VOTING FORM FOR THE 2025 ANNUAL MEETING



www.investorvote.co.nz

Lodge your proxy online – 24 hours a day, 7 days a week

Smartphone
Scan the QR code

YOUR SECURE ACCESS INFORMATION

Control Number: 108103

CSN/Securityholder Number:

Please note: You will need your CSN/Securityholder Number and postcode (or country of residence if you reside outside of New Zealand) to securely access InvestorVote and appoint your proxy online.



For your proxy appointment to be effective, it must be received by 10.00am (New Zealand time) on Wednesday 29 October 2025.

HYBRID MEETING

The 2025 Annual Meeting of SkyCity Entertainment Group Limited will be a hybrid meeting, which means that you can attend either in person or via an online platform.

Instructions and further details on how to attend and participate in the Annual Meeting are set out in the Explanatory Notes in the 2025 Notice of Annual Meeting and the Virtual Meeting Guide available at www.computershare.com/vm-guide-nz.

Attending the Meeting In Person

If you wish to attend the meeting and vote in person, bring this form (which includes your attendance slip and ballot paper) with you to the meeting.

Appointment of Proxy

If you do not plan to attend the meeting, you can appoint a proxy to attend the meeting and vote on your behalf. A proxy need not be a SkyCity shareholder.

You can appoint a proxy online at www.investorvote.co.nz or complete the form overleaf and forward it to Computershare Investor Services Limited at the contact details above. If, in appointing your proxy, you do not name a person to be your proxy (either online or on this form), or your named proxy does not attend the meeting, the Chair of the Annual Meeting will be your proxy and may only vote in accordance with your express direction.

If returning your form by post, it must be received by Computershare Investor Services Limited no later than 10.00am (New Zealand time) on Wednesday 29 October 2025.

The Chair of the Annual Meeting is willing to act as proxy for any securityholder who wishes to appoint him/her for that purpose – simply insert 'the Chair' in 'Step 1' of this form overleaf.

Direct your proxy how to vote by marking the 'for', 'against' or 'abstain' box beside each resolution OR marking the 'proxy discretion' box. You can direct your proxy in respect of one or more resolutions and give your proxy discretion in respect of other resolutions. Note that:

- if your proxy is excluded from voting on a resolution for any reason and you mark the 'proxy discretion' box, they will not be able to vote on that resolution on your behalf, however they may vote if you give them a voting direction;

- if you do not mark any box for a resolution, then the direction to your proxy is to abstain from voting on that resolution; and
- if you mark more than one box for a resolution, your vote will be invalid on that resolution.

If you appoint the Chair as proxy and have marked the 'proxy discretion' box in relation to any of resolutions 1, 2 or 3, the Chair will vote for that resolution.

Signing Instructions if you are Completing this Form

INDIVIDUAL

Where the shareholding is in one name, the securityholder must sign where provided overleaf.

JOINT HOLDING

Where the shareholding is in more than one name, all of the securityholders should sign where provided overleaf.

POWER OF ATTORNEY

If this form is being signed under a power of attorney, a copy of the power of attorney (unless already provided to SkyCity) and a signed certificate of non-revocation of the power of attorney must accompany this form.

COMPANIES

A duly authorised officer or attorney of the company must sign this form. Persons who sign on behalf of a company must be acting with that company's express or implied authority.

Comments & Questions

If you have any comments or questions for SkyCity, please write them on a separate sheet of paper and return it with this form.

GO ONLINE TO APPOINT A PROXY OR TURN OVER TO COMPLETE THIS FORM

PROXY/CORPORATE REPRESENTATIVE FORMCSN/Securityholder Number:
Number of Shares:**STEP 1****APPOINT A PROXY TO VOTE ON YOUR BEHALF**

The Chair of the Annual Meeting is willing to act as proxy for any securityholder who wishes to appoint him/her for that purpose. If you wish, you can appoint the Chair as your proxy by inserting 'the Chair' below.

I/We, being a shareholder/s of SkyCity Entertainment Group Limited,

hereby appoint _____ of _____

or failing him/her _____ of _____

as my/our proxy to attend and vote for me/us on my/our behalf in accordance with the following directions at the Annual Meeting of SkyCity Entertainment Group Limited to be held in the SkyCity Theatre, Level 3, SkyCity Auckland, corner of Wellesley and Hobson Streets, Auckland, and via an online platform on Friday 31 October 2025 commencing at 10.00am (New Zealand time) and at any adjournment of that meeting.

If your proxy is not the Chair of the Annual Meeting or another director of SkyCity Entertainment Group Limited, please ensure that you provide their contact details (phone and email address). If this information is not provided, we cannot guarantee remote admission to the virtual meeting for your proxy.

Proxy contact details (Phone): _____ **and (Email):** _____

STEP 2**ITEMS OF BUSINESS - VOTING INSTRUCTIONS/BALLOT PAPER**

Please note: If you mark the 'abstain' box for any resolution, you are directing your proxy NOT to vote on your behalf on that resolution and your vote will not be counted when calculating the required majority for that resolution.

This form is to be used to vote as follows on the following:

Ordinary Business

Item 1 To re-elect Kate Hughes

Item 2 To re-elect Glenn Davis

Item 3 To authorise the directors to fix the auditor's remuneration

For	Against	Proxy Discretion	Abstain
☐	☐	☐	☐
☐	☐	☐	☐
☐	☐	☐	☐

and to vote on any resolutions to amend any of the resolutions, on any resolution so amended, and on any other resolution proposed at the meeting (or any adjournment thereof). Unless otherwise instructed as above, the proxy may vote as he/she thinks fit or abstain from voting on each such resolution. The proxy is appointed only in respect of the above meeting or any adjournment thereof.

SIGN**SIGNATURE OF SECURITYHOLDER(S) This section must be completed.****Securityholder 1****Securityholder 2****Securityholder 3**

Contact Name _____ **Contact Daytime Telephone** _____ **Date** _____

Please note: Shareholders can still attend the meeting even if they have appointed a proxy (although they will not be able to vote if a proxy has been appointed).

ATTENDANCE SLIPCSN/Securityholder Number:
Number of Shares:

Annual Meeting of SkyCity Entertainment Group Limited to be held in the SkyCity Theatre, Level 3, SkyCity Auckland, corner of Wellesley and Hobson Streets, Auckland, on Friday 31 October 2025 at 10.00am (New Zealand time).