

Takeovers Code (Auckland Energy Consumer Trust) Exemption Notice 2014

Pursuant to section 45 of the Takeovers Act 1993, the Takeovers Panel, being satisfied of the matters set out in section 45(6) of that Act, gives the following notice.

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Notice

1 Title

This notice is the Takeovers Code (Auckland Energy Consumer Trust) Exemption Notice 2014.

2 Application

This notice applies to acts or omissions occurring on or after 26 October 2014.

3 Revocation

This notice is revoked on the close of 26 October 2019.

4 Interpretation

(1) In this notice, unless the context requires,-

Act means the Takeovers Act 1993

AECT means the Auckland Energy Consumer Trust established by deed of trust dated 27 August 1993

Code means the Takeovers Code under the Act

trust deed means the AECT deed of trust in force on 20 June 2014

(2) In this notice, a reference to a person increasing voting control is a reference to the person becoming the holder or controller of an increased percentage of voting rights in Vector Limited.

- (3) Any term or expression that is defined in the Act or the Code and used, but not defined, in this notice has the same meaning as in the Act or the Code.

5 Exemption from rule 6(1) of Code

Every person who is appointed a trustee of AECT in accordance with the trust deed is exempted from rule 6(1) of the Code in respect of any increase in that person's voting control resulting from the appointment.

Dated at Auckland this 30th day of June 2014

[Signed]

D O Jones,
Chairperson

Statement of reasons

This notice applies to acts or omissions occurring on or after 26 October 2014 and is revoked on 26 October 2019.

The Takeovers Panel (the **Panel**) has granted an exemption from rule 6(1) of the Takeovers Code (the **Code**) to any person who is appointed a trustee of the Auckland Energy Consumer Trust (**AECT**) and who, as a result of that appointment, becomes the holder or controller of an increased percentage of the voting rights in Vector Limited (**Vector**).

This notice will replace the Takeovers Code (Auckland Energy Consumer Trust) Exemption Notice 2009, when it expires on 26 October 2014.

The Panel considers that it is appropriate and consistent with the objectives of the Code to grant the exemption because—

- every trustee of AECT who exercises control over the voting rights in Vector does so in his or her capacity as a trustee and is subject to the duties and obligations arising under the AECT trust deed and at law;
- the Code is not intended to inhibit the governance arrangements for changes of trustees of consumer energy trusts;
- the shareholders of Vector would not be disadvantaged by not having the opportunity to vote on the appointment of a new trustee at a meeting of shareholders, as the appointment would have no real effect on those shareholders;

- the exemption avoids unnecessary compliance costs that would otherwise be incurred by AECT if it were not granted.

Date of Notification in the *Gazette*: 10 July 2014
