



18 December 2023

OC231014

Hon Simeon Brown
Minister of Transport

Hon Nicola Willis
Minister of Finance

Hon Chris Bishop
Minister of Housing

Action required by:

Wednesday, 20 December 2023

CANCELLING THE AUCKLAND LIGHT RAIL PROJECT - IMPLEMENTING CABINET'S DECISIONS

Purpose

To advise you on the sponsor and shareholder actions required to implement Cabinet's decision to cancel the Auckland Light Rail (ALR) project and disestablish Auckland Light Rail Limited (ALR Ltd or the Company). The supporting documents that need to be agreed and executed are attached.

Key points

- At its 18 December 2023 meeting, Cabinet agreed to give effect to Government's 100-Day Action Plan to cancel the ALR project by ALR Ltd immediately ceasing all work on the ALR project and being disestablished.
- To implement Cabinet's decisions, the following actions are required to be undertaken by Shareholding Ministers:
 - Resolving to change the purpose of ALR Ltd from undertaking, delivering and constructing the ALR project, to a purpose that requires the Company to cease all work on the ALR Project and undertake necessary disestablishment activities and approve the Company being wound up. This is done through the two Shareholders Special Resolutions revoking the current constitution and adopting a new constitution and approving the Company's entry into the winding up process and its eventual removal from the Companies Register.
 - For the Minister of Transport to sign a new Letter of Expectations on behalf of Shareholding Ministers to the ALR Ltd Board, which sets out the expectation of the Shareholders that ALR Ltd is to immediately cease all work on the ALR project and undertake the necessary activities to disestablish ALR Ltd.

- For a notice to be signed by the Shareholders removing five of the seven ARL Ltd directors.
- For letters to be signed by the Minister of Transport, on behalf of the Shareholders, to each of the five ALR Ltd Board members being removed informing them of their removal as directors.
- For letters to be signed by the Minister of Transport, on behalf of the Shareholders, to the remaining two ALR Ltd Board members confirming the continuation of their roles pending the dissolution of the Company.
- For letters to be signed by the Minister of Transport, on behalf of the Shareholders, to the non-Ministerial Sponsors of ALR notifying them of the Cabinet’s decision to stop work on the project and disestablish ALR Ltd. The letter to Auckland Council will also confirm that the Project Planning and Funding Agreement will be terminated at the appropriate stage in the wind-up process.
- The Company will be required to work cooperatively with officials during the wind-up process. We are recommending that you delegate decisions relating to the treatment of assets, intellectual property and contracts below \$1 million plus GST to the Minister of Transport, with power to subdelegate those decisions to the Chief Executive of the Ministry of Transport under the Project Planning and Funding Agreement (PPFA). This delegation excludes decisions on ALR Ltd’s land holding.
- There will be future decisions for Shareholding Ministers, s 9(2)(f)(iv)
[REDACTED] The PPFA will also need to be eventually terminated once all the required wind-up decisions have been made. Officials will provide further advice to you ahead of the Minister of Transport’s report-back updating Cabinet on the disestablishment in March 2024. This advice will also address additional savings that will be available from funds remaining in the ALR Ltd’s opex appropriations after wind-up.
- The Treasury and the Ministry of Housing and Urban Development support this paper’s recommendations.

Recommendations

We recommend you:

	Minister of Transport	Minister of Finance	Minister of Housing
1 agree to sign the Shareholders Special Resolution to revoke the existing constitution and adopt a new constitution in the form attached to this briefing changing ALR Ltd’s purpose to support the disestablishment of the Company (attachment 1).	Yes / No	Yes / No	Yes / No

IN CONFIDENCE

	Minister of Transport	Minister of Finance	Minister of Housing
2 agree to sign the Shareholders Special Resolution approving entry into the winding up process and, following that, the removal of the Company from the New Zealand Companies Register (attachment 2)	Yes / No	Yes / No	Yes / No
3 agree to sign the notice to ALR Ltd removing five of the seven remaining directors (attachment 3)	Yes / No	Yes / No	Yes / No
4 approve the Letter of Expectations to the ALR Ltd Board (attachment 4)	Yes / No	Yes / No	Yes / No
5 approve the attached letters to non-Ministerial Sponsors informing them of Cabinet's decision to stop work on the ALR project and disestablish ALR Ltd (attachment 5)	Yes / No	Yes / No	Yes / No
6 approve the attached letters informing the following ALR Board members of their removal: Heather Ash, Lucy Tukua, Leo Follaki, Shane Ellison, Chris Aiken (attachment 6)	Yes / No	Yes / No	Yes / No
7 agree that, on behalf of the Shareholding Ministers, the Minister of Transport sign the Letter of Expectations and the letters to both non-Ministerial Sponsors and ALR Ltd Board members (as agreed at recommendations 4, 5 and 6)	Yes / No	Yes / No	Yes / No
8 agree that, on behalf of the Shareholding Ministers, the Ministry of Transport sends the Notice referred to in recommendation 3 to ALR Ltd	Yes / No	Yes / No	Yes / No

IN CONFIDENCE

	Minister of Transport	Minister of Finance	Minister of Housing
9 agree that decisions of the Crown (i.e. the Shareholding Ministers) under the PPFA on the treatment of assets, intellectual property and contracts (other than in relation to the company's land holding) relating to the ALR Ltd's disestablishment, which in each case are of less value than \$1 million plus GST, may be exercised on behalf of the Shareholding Ministers by the Minister of Transport, with power to sub-delegate those functions and power to Chief Executive of the Ministry of Transport	Yes / No	Yes / No	Yes / No
10 authorise the Minister of Transport to table the new constitution in the House as required by section 82 of the Crown Entities Act 2004.	Yes / No	Yes / No	Yes / No



David Wood
Deputy Chief Executive, Investment and Monitoring, Ministry of Transport

Simeon Brown
Minister of Transport

..... / /

Hon Nicola Willis
Minister of Finance

..... / /

Hon Chris Bishop
Minister of Housing

..... / /

Minister's office to complete:

- Approved
 Declined
 Seen by Minister
 Not seen by Minister
 Overtaken by events

Contacts

Name	Telephone	First contact
Chris Gulik, Manager, Major Projects	s 9(2)(a)	✓
David Wood, Deputy Chief Executive, Investment and Monitoring		

PROACTIVELY RELEASED BY
TE MANATŪ WAKA MINISTRY OF TRANSPORT

CANCELLING THE AUCKLAND LIGHT RAIL PROJECT - IMPLEMENTING CABINET'S DECISIONS

Cabinet has confirmed the approach to cancel Auckland Light Rail

- 1 Stopping work on the ALR project is a priority action in the Government's 100-Day Action Plan released on 29 November 2023.
- 2 At its meeting on 18 December 2023 Cabinet confirmed that the best method to fulfil the Government's commitment to cancel the ALR project is for ALR Ltd to cease work and be disestablished. This requires shareholding Ministers to take a range of actions, including changing ALR Ltd's purpose and issuing a new Letter of Expectations to the Company's Board. The Board's size will also be reduced so the appointment of some directors needs to be terminated.
- 3 The Shareholding Ministers for ALR Ltd are the Ministers of Finance, Housing and Transport. All hold an equal shareholding in ALR Ltd.

There are several actions that Shareholding Ministers need to approve

A Special Resolution of Shareholders will revoke and replace the Company's purpose

- 4 Changing ALR Ltd's constitution to state that the purpose of the Company is to undertake disestablishment activities reflects the Cabinet decisions that have been made and is a strong lever for Shareholding Ministers to ensure the Board acts consistently with that purpose. Clause 11.1 of the constitution provides that the Board must ensure that every decision made by it is consistent with the Company's objectives.
- 5 The Company's constitution currently provides that ALR Ltd's purpose is to undertake, deliver and construct the ALR project in the manner contemplated by, and subject to, all decisions made by the Crown. Therefore, the existing constitution needs to be revoked and a new constitution adopted (the new constitution is appended to attachment 1). This requires a Special Resolution of Shareholders, which needs to be agreed by more than 75 percent of shareholders.
- 6 Three other changes have been made to the amended constitution:
 - 6.1 The number of directors required on the Board has been reduced to a minimum of one, to enable the smaller board size envisaged for the wind-up period.
 - 6.2 Clause 11.2 of the existing constitution relating to the Project Planning and Funding Agreement (PPFA) has been removed. This provision provided that the Board must ensure that every decision made by it is consistent with the PPFA. As the PPFA is coming to an end, this provision (and the associated definition of Project Planning Agreement) will become redundant and should be removed from the constitution.
 - 6.3 Allowing Shareholding Ministers to roll over the remaining directors' appointments in case the disestablishment process is not quite completed when their terms expire on 30 June 2024.

- 7 The PPFA is an agreement entered into between the Crown, Auckland Council and ALR Ltd. It sets out, amongst other matters:
- the objectives, terms and conditions in which ALR Ltd is expected to develop the business case; and
 - governance, monitoring and assurance arrangements for the ALR Project and Crown funding obligations.

A Special Resolution of Shareholders on the winding up process

- 8 This Shareholders Resolution will direct ALR Ltd to start the wind-up process. This Resolution will need to be filed on the Companies Office website and will therefore be publicly available. It includes information to fulfil Companies Act requirements, and requires the Company to be removed from the Companies Register once it has been fully liquidated.
- 9 Supplementary detail on the Ministers' expectations on how the wind-up process will be undertaken will be included in a new Letter of Expectations (see below).

The Letter of Expectations gives a more prescriptive overview into how Shareholders expect the wind up of ALR Ltd to occur

- 10 The change in constitution will be accompanied by a letter of expectations from the Minister of Transport (on behalf of the Shareholding Ministers) to the Chair of ALR Ltd setting out the expectation to immediately cease work on the project and undertake the necessary activities to disestablish ALR Ltd.
- 11 The Letter of Expectations sets out the following expectations for how ALR Ltd will undertake the necessary activities to disestablish ALR Ltd:
- 11.1 Efficiently and effectively disestablish ALR Ltd including by, subject to consultation, winding up employee arrangements and concluding ALR Ltd's operations.
 - 11.2 Work proactively, openly and cooperatively with the Ministry of Transport (as ALR Ltd's monitor under the Crown Entities Act 2004) to facilitate the wind down process and ensure an effective transfer process, including in accordance with the transition provisions of the PPFA.
 - 11.3 In consultation with the Ministry of Transport, Ministry of Housing and Urban Development and the Treasury, identify and assess the treatment of any physical assets (including land).
 - 11.4 In consultation with the Ministry of Transport, identify and assess any intangible assets (including intellectual property), contracts, residual rights, obligations and liabilities, and data holdings that might be transferred to other Crown entities or be sold or otherwise disposed.
 - 11.5 Transfer the intellectual property created or developed in connection with the ALR Project to the Ministry of Transport, subject to the outcome of the above due diligence process.
 - 11.6 Transfer or otherwise dispose of any land owned by ALR Ltd in the manner subsequently advised by Ministers.

- 11.7 Once all creditors have been paid and any other financial obligations are settled by the Company, return any surplus funds to the Crown.

Certain wind-up matters to be delegated to the Chief Executive of the Ministry of Transport

- 12 Officials expect that it could take up to six months to substantively complete the disestablishment process. Work to divest assets and reduce unnecessary expenditure can begin immediately.
- 13 To expedite this time frame, we suggest Shareholding Ministers agree that the Chief Executive of the Ministry of Transport, through the Minister of Transport, may make decisions on behalf of the Crown under the PPFA. These are decisions relating to the treatment of assets, intellectual property and contracts on behalf of the Shareholding Ministers as part of the wind up of ALR Ltd. For example, this could include making decisions about whether assets or intellectual property are disposed of or transferred, and if the latter, which entity are they are transferred to.
- 14 Officials do not anticipate any approvals exceeding \$1 million. If there were expenses which exceeded \$1 million, we would seek Ministerial approval. Further, the Chief Executive would not be permitted to make any decisions on the transfer or sale of the land. This delegation is also referred to in the attached Letter of Expectations for the Board's information.

15 s 9(2)(f)(iv) [Redacted]

16 Cabinet has agreed that, in consultation with the Ministers of Finance and Housing, the Minister of Transport report back in March 2024 s 9(2)(f)(iv) [Redacted]

17 s 9(2)(f)(iv) [Redacted]. Cabinet has agreed that the \$98 million remaining in its other appropriation for land acquisition is no longer required and can be returned to the centre now, s 9(2)(f)(iv) [Redacted]

Letters to Sponsors to notify them of Cabinet's decision

- 18 The non-Ministerial Sponsors of the ALR project are Mayor Wayne Brown and Councillor Chris Darby (representing Auckland Council) and Paul Majurey, Karen Wilson and Ngarimu Blair (representing mana whenua).
- 19 Attached are letters to the non-Ministerial Sponsors to notify them of the decision to stop work on ALR and disestablish ALR Ltd. The letter also thanks them for their efforts on the project.

Letters to Terminate the Board Members not required for the disestablishment

- 20 Officials advise that it is not necessary to retain the full seven member ALR Ltd Board. Two directors will be sufficient, and there are existing directors on the ALR Ltd Board who have the relevant experience and expertise required to oversee the cessation of work and disestablishment. Current Chair, Dame Fran Wilde, and Leigh Auton have agreed to stay on to oversee the wind up of the Company.

- 21 The ALR Ltd Board is responsible for giving effect to the decisions to cease work and disestablish the Company. The Board's responsibilities will include terminating employment contracts, including making staff redundant as appropriate, transferring all IP, authorising the sale of land, exiting leases, and signing off financial statements.
- 22 Attached are letters to the other five Directors to terminate their appointment and thank them for their efforts on behalf ALR Ltd . Under clause 7.5 of ALR Ltd's constitution, Shareholders are required to provide written notice of the removal of directors by sending a notice to the Company's address for service. This notice is also attached for your signature, and removal will take effect from the date the notice is received by the Company.

Next steps

- 23 After approving and signing the attached documents, officials will inform Dame Fran and ALR Ltd of Cabinet's decisions. At the same time, letters will be sent from the Minister of Transport's Office to Sponsors and other Board members. The intention is for this to occur before your press statement on Cabinet's decision is released.
- 24 The new constitution will need to be tabled in the House. The Ministry of Transport will liaise with the Minister of Transport's Office to make the necessary arrangements.
- 25 As noted above, Cabinet has agreed that the Minister of Transport will report back to Cabinet on progress of the disestablishment in March 2024. Before this report-back, officials will provide further advice on a range of wind-up issues.
- 26 After ALR Ltd has ceased to carry on business, discharged in full its liabilities to creditors, and distributed its surplus assets, the Company will be removed from the companies register, Schedule 2 of the Crown Entities Act 2004 and Schedule 1 of the Ombudsmen Act 1975.

Consultation

- 27 The Ministry has consulted the Treasury and Ministry of Housing and Urban Development on this paper. Both agencies support its recommendations.



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Hon Dame Fran Wilde
Chair, Auckland Light Rail Limited
s 9(2)(a)

Dear Dame Fran

LETTER OF EXPECTATIONS: AUCKLAND LIGHT RAIL LIMITED

I am writing on behalf of the Shareholding Ministers (Ministers) to outline our key expectations for Auckland Light Rail Limited (ALR Ltd or the Company) given new Government priorities.

New Government priorities

The purpose of ALR Ltd to date has been to develop the detailed business case for the Auckland Light Rail Project (Project) and undertake related activities to enable the Crown to make a financial investment decision in relation to the Project.

As you will be aware, the new Government has different priorities for its term and in its 100 Day Action Plan committed to stop central government work on the Project. Cabinet has subsequently agreed to fulfil this commitment through ALR Ltd ceasing work on the Project and ultimately being disestablished.

We would like to acknowledge the work that you, your Board and ALR Ltd have undertaken to date on the Project, in particular the substantive development of the business case.

Expectations of Ministers

It is our expectation that ALR Ltd will immediately stop all work on the Project, avoid incurring any unnecessary expenditure, and initiate a process to wind up the Company as soon as reasonably practicable.

We expect ALR Ltd to manage this final phase in an effective and efficient way, including by taking appropriate steps to protect the Crown's financial and other interests in the rights and assets acquired by ALR Ltd over the life of the Project.

As ALR Ltd's constitution currently provides that the Company's purpose is to undertake, deliver and construct the Project in the manner contemplated by, and subject to, all decisions made by the Crown, the constitution will also be updated to reflect the Crown's expectation that ALR Ltd's work on the Project will cease and the company will be disestablished.

The Project Planning and Funding Agreement entered into between the Crown, Auckland Council and ALR Ltd in October 2022 (PPFA) will be brought to an end at the appropriate time.

Specific expectations

It is our expectation that as part of the process to wind up the Company, ALR Ltd will:

- Efficiently and effectively disestablish ALR Ltd including by winding up employee arrangements, subject to consultation, and concluding ALR Ltd's operations.
- Work proactively, openly and cooperatively with the Ministry of Transport (as ALR Ltd's monitor under the Crown Entities Act 2004) to facilitate the wind down process and ensure an effective transfer process, including in accordance with the transition provisions of the PPFA. Ministers have delegated the decisions of the Crown under the PPFA relating to the treatment of assets, intellectual property and contracts in each case below \$1 million to the Chief Executive of the Ministry of Transport on behalf of the Shareholding Ministers as part of the disestablishment process. We expect ALR Ltd to work closely with the Chief Executive and the Ministry on these matters.
- Identify and assess (in consultation with the Ministry of Transport, the Treasury and the Ministry of Housing and Urban Development) the treatment of any physical assets (including land).
- Identify and assess (in consultation with the Ministry of Transport) intangible assets (including intellectual property), contracts, residual rights, obligations and liabilities, and data holdings that might be transferred to other Crown entities or be sold or otherwise disposed of.
- Transfer the intellectual property created or developed in connection with the Project to the Ministry of Transport, subject to the outcome of the above due diligence process.
- Transfer or otherwise dispose of any land owned by ALR Ltd in the manner subsequently advised by Ministers.
- Once all creditors have been paid and any other financial obligations and obligations settled by the Company, return any surplus funds to the Crown.

During this wind-down period, we expect that ALR Ltd will continue to manage external communications in accordance with the Communications Protocols for the Project and engage with the Ministry of Transport on matters concerning public statements about the Project.

After ALR Ltd has ceased to carry on business, discharged in full its liabilities to creditors, and distributed its surplus assets, the Company will be removed from the companies register, Schedule 2 of the Crown Entities Act 2004 and Schedule 1 of the Ombudsmen Act 1975.

Next steps

The Ministry of Transport will be in contact shortly after you receive this letter to discuss the Ministers' expectations in more detail. If you have any questions, please contact David Wood, Deputy Chief Executive Investment and Monitoring. His email is s 9(2)(a) and his phone number is s 9(2)(a)

Yours sincerely



Hon Simeon Brown
Minister of Transport
On behalf of Shareholding Ministers

Copy to: Hon Nicola Willis, Minister of Finance
Hon Chris Bishop, Minister of Housing

PROACTIVELY RELEASED BY
TE MANATŪ WAKA MINISTRY OF TRANSPORT



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Councillor Chris Darby
chris.darby@aucklandcouncil.govt.nz

Dear Chris

Stopping the Auckland Light Rail Project and Disestablishing Auckland Light Rail Ltd

The Government's 100-Day Action Plan, released on 29 November 2023, includes stopping work on the Auckland Light Rail (ALR) project. I am writing to advise you the Government has decided to implement this commitment by Auckland Light Rail Limited (ALR Ltd) ceasing work on the ALR project and then disestablishing the Company. To this end, shareholding Ministers have issued a letter of expectation to ALR Ltd to cease work immediately and undertake the necessary activities to disestablish ALR Ltd. We have also changed the Company's purpose to support the wind-up of the Company.

As the Government is not proceeding with the ALR project, the Project Planning and Funding Agreement between the Crown, Auckland Council and ALR Ltd in October 2022 (PPFA) will no longer be required. Accordingly, this letter also confirms that the Agreement will be brought to an end at the appropriate time in the wind-up process.

The intellectual property created by ALR Ltd will transfer to the Ministry of Transport, ensuring that it can be made available in the future.

I would like to thank you for your time and commitment as a Sponsor on the ALR project.

If you have any questions, please contact Audrey Sonerson ^{s 9(2)(a)} at the Ministry of Transport.

Your sincerely

Hon Simeon Brown

Minister of Transport

Copy to: Hon Nicola Willis, Minister of Finance
Hon Chris Bishop, Minister of Housing



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Karen Wilson

s 9(2)(a)

Dear Karen

Stopping the Auckland Light Rail Project and Disestablishing Auckland Light Rail Ltd

The Government's 100-Day Action Plan, released on 29 November 2023, includes stopping work on the Auckland Light Rail (ALR) project. I am writing to advise you the Government has decided to implement this commitment by Auckland Light Rail Limited (ALR Ltd) ceasing work on the ALR project and then disestablishing the Company. To this end, shareholding Ministers have issued a letter of expectation to ALR Ltd to cease work immediately and undertake the necessary activities to disestablish ALR Ltd. We have also changed the Company's purpose to support the wind-up of the Company.

The intellectual property created by ALR Ltd will transfer to the Ministry of Transport, ensuring that it can be made available in the future.

I would like to thank you for your time and commitment as a Sponsor on the ALR project.

If you have any questions, please contact Audrey Sonerson s 9(2)(a) at the Ministry of Transport.

Your sincerely

Hon Simeon Brown

Minister of Transport

Copy to:

Hon Nicola Willis, Minister of Finance

Hon Chris Bishop, Minister of Housing



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Mayor Wayne Brown

mayor.wayne.brown@aucklandcouncil.govt.nz

Dear Wayne

Stopping the Auckland Light Rail Project and Disestablishing Auckland Light Rail Ltd

The Government's 100-Day Action Plan, released on 29 November 2023, includes stopping work on the Auckland Light Rail (ALR) project. I am writing to advise you the Government has decided to implement this commitment by Auckland Light Rail Limited (ALR Ltd) ceasing work on the ALR project and then disestablishing the Company. To this end, shareholding Ministers have issued a letter of expectation to ALR Ltd to cease work immediately and undertake the necessary activities to disestablish ALR Ltd. We have also changed the Company's purpose to support the wind-up of the Company.

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The intellectual property created by ALR Ltd will transfer to the Ministry of Transport, ensuring that it can be made available in the future.

I would like to thank you for your time and commitment as a Sponsor on the ALR project.

If you have any questions, please contact Audrey Sonerson ^{s 9(2)(a)} at the Ministry of Transport.

Your sincerely

Hon Simeon Brown

Minister of Transport

Copy to: Hon Nicola Willis, Minister of Finance
Hon Chris Bishop, Minister of Housing



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Ngarimu Blair

s 9(2)(a)

Dear Ngarimu

Stopping the Auckland Light Rail Project and Disestablishing Auckland Light Rail Ltd

The Government's 100-Day Action Plan, released on 29 November 2023, includes stopping work on the Auckland Light Rail (ALR) project. I am writing to advise you the Government has decided to implement this commitment by Auckland Light Rail Limited (ALR Ltd) ceasing work on the ALR project and then disestablishing the Company. To this end, shareholding Ministers have issued a letter of expectation to ALR Ltd to cease work immediately and undertake the necessary activities to disestablish ALR Ltd. We have also changed the Company's purpose to support the wind-up of the Company.

The intellectual property created by ALR Ltd will transfer to the Ministry of Transport, ensuring that it can be made available in the future.

I would like to thank you for your time and commitment as a Sponsor on the ALR project.

If you have any questions, please contact Audrey Sonerson s 9(2)(a) at the Ministry of Transport.

Your sincerely

Hon Simeon Brown

Minister of Transport

Copy to:

Hon Nicola Willis, Minister of Finance

Hon Chris Bishop, Minister of Housing



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Paul Majurey

s 9(2)(a)

Dear Paul

Stopping the Auckland Light Rail Project and Disestablishing Auckland Light Rail Ltd

The Government's 100-Day Action Plan, released on 29 November 2023, includes stopping work on the Auckland Light Rail (ALR) project. I am writing to advise you the Government has decided to implement this commitment by Auckland Light Rail Limited (ALR Ltd) ceasing work on the ALR project and then disestablishing the Company. To this end, shareholding Ministers have issued a letter of expectation to ALR Ltd to cease work immediately and undertake the necessary activities to disestablish ALR Ltd. We have also changed the Company's purpose to support the wind-up of the Company.

The intellectual property created by ALR Ltd will transfer to the Ministry of Transport, ensuring that it can be made available in the future.

I would like to thank you for your time and commitment as a Sponsor on the ALR project.

If you have any questions, please contact Audrey Sonerson s 9(2)(a) at the Ministry of Transport.

Your sincerely

Hon Simeon Brown

Minister of Transport

Copy to:

Hon Nicola Willis, Minister of Finance

Hon Chris Bishop, Minister of Housing



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Chris Aiken
Member, Auckland Light Rail Limited Board
s 9(2)(a)

Dear Chris

I am writing to advise you of Shareholder decisions to remove you from your role as a member of the Auckland Light Rail Limited Board, pursuant to clause 7.5 of the Constitution of Auckland Light Rail Limited. Our decision takes effect from the date of this letter, and an accompanying notice of Shareholder decisions has been provided to the company's address for service.

As you will be aware, the new Government has different priorities for its term and in its 100 Day Action Plan committed to stop central government work on the Project. Cabinet has subsequently agreed to fulfil this commitment through ALR Limited ceasing work on the Project and the company ultimately being disestablished.

Given these priorities, Shareholders have reviewed the current composition of members on the ALR Limited Board and have determined that a smaller number of directors is required to give effect to the company's disestablishment. Accordingly, the board is to be reduced to two members with Hon Dame Fran Wilde and Leigh Auton continuing in office until disestablishment is complete.

We thank you for your service to the ALR Limited Board, and wish you well for future endeavours.

Yours sincerely

Hon Simeon Brown
Minister of Transport
On behalf of Shareholders

cc Hon Dame Fran Wilde, Chair, Auckland Light Rail Limited
Tommy Parker, Chief Executive, Auckland Light Rail Limited
Audrey Sonerson, Chief Executive, Ministry of Transport



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Heather Ash
Member, Auckland Light Rail Limited Board
s 9(2)(a)

Dear Heather

I am writing to advise you of Shareholder decisions to remove you from your role as a member of the Auckland Light Rail Limited Board, pursuant to clause 7.5 of the Constitution of Auckland Light Rail Limited. Our decision takes effect from the date of this letter, and an accompanying notice of Shareholder decisions has been provided to the company's address for service.

As you will be aware, the new Government has different priorities for its term and in its 100 Day Action Plan committed to stop central government work on the Project. Cabinet has subsequently agreed to fulfil this commitment through ALR Limited ceasing work on the Project and the company ultimately being disestablished.

Given these priorities, Shareholders have reviewed the current composition of members on the ALR Limited Board and have determined that a smaller number of directors is required to give effect to the company's disestablishment. Accordingly, the board is to be reduced to two members with Hon Dame Fran Wilde and Leigh Auton continuing in office until disestablishment is complete.

We thank you for your service to the ALR Limited Board, and wish you well for future endeavours.

Yours sincerely

Hon Simeon Brown
Minister of Transport
On behalf of Shareholders

cc Hon Dame Fran Wilde, Chair, Auckland Light Rail Limited
Tommy Parker, Chief Executive, Auckland Light Rail Limited
Audrey Sonerson, Chief Executive, Ministry of Transport



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Leo Foliaki
Member, Auckland Light Rail Limited Board
s 9(2)(a)

Dear Leo

I am writing to advise you of Shareholder decisions to remove you from your role as a member of the Auckland Light Rail Limited Board, pursuant to clause 7.5 of the Constitution of Auckland Light Rail Limited. Our decision takes effect from the date of this letter, and an accompanying notice of Shareholder decisions has been provided to the company's address for service.

As you will be aware, the new Government has different priorities for its term and in its 100 Day Action Plan committed to stop central government work on the Project. Cabinet has subsequently agreed to fulfil this commitment through ALR Limited ceasing work on the Project and the company ultimately being disestablished.

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We thank you for your service to the ALR Limited Board, and wish you well for future endeavours.

Yours sincerely

Hon Simeon Brown
Minister of Transport
On behalf of Shareholders

cc Hon Dame Fran Wilde, Chair, Auckland Light Rail Limited
Tommy Parker, Chief Executive, Auckland Light Rail Limited
Audrey Sonerson, Chief Executive, Ministry of Transport



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Lucy Tukua
Member, Auckland Light Rail Limited Board
s 9(2)(a)

Dear Lucy

I am writing to advise you of Shareholder decisions to remove you from your role as a member of the Auckland Light Rail Limited Board, pursuant to clause 7.5 of the Constitution of Auckland Light Rail Limited. Our decision takes effect from the date of this letter, and an accompanying notice of Shareholder decisions has been provided to the company's address for service.

As you will be aware, the new Government has different priorities for its term and in its 100 Day Action Plan committed to stop central government work on the Project. Cabinet has subsequently agreed to fulfil this commitment through ALR Limited ceasing work on the Project and the company ultimately being disestablished.

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We thank you for your service to the ALR Limited Board, and wish you well for future endeavours.

Yours sincerely

Hon Simeon Brown
Minister of Transport
On behalf of Shareholders

cc Hon Dame Fran Wilde, Chair, Auckland Light Rail Limited
Tommy Parker, Chief Executive, Auckland Light Rail Limited
Audrey Sonerson, Chief Executive, Ministry of Transport



Hon Simeon Brown

MP for Pakuranga

Minister for Energy
Minister of Local Government
Minister of Transport

Minister for Auckland
Deputy Leader of the House

14 January 2024

Shane Ellison
Member, Auckland Light Rail Limited Board
s 9(2)(a)

Dear Shane

I am writing to advise you of Shareholder decisions to remove you from your role as a member of the Auckland Light Rail Limited Board, pursuant to clause 7.5 of the Constitution of Auckland Light Rail Limited. Our decision takes effect from the date of this letter, and an accompanying notice of Shareholder decisions has been provided to the company's address for service.

As you will be aware, the new Government has different priorities for its term and in its 100 Day Action Plan committed to stop central government work on the Project. Cabinet has subsequently agreed to fulfil this commitment through ALR Limited ceasing work on the Project and the company ultimately being disestablished.

Given these priorities, Shareholders have reviewed the current composition of members on the ALR Limited Board and have determined that a smaller number of directors is required to give effect to the company's disestablishment. Accordingly, the board is to be reduced to two members with Hon Dame Fran Wilde and Leigh Auton continuing in office until disestablishment is complete.

We thank you for your service to the ALR Limited Board, and wish you well for future endeavours.

Yours sincerely

Hon Simeon Brown
Minister of Transport
On behalf of Shareholders

cc Hon Dame Fran Wilde, Chair, Auckland Light Rail Limited
Tommy Parker, Chief Executive, Auckland Light Rail Limited
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