

Information Form and Checklist

(ASX Foreign Exempt Listing)

Name of entity

ABN/ACN/ARBN/ARSN

Winton Land Limited

ARBN 655 601 568

We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing.

Note: by giving an Appendix 1C Application for Admission to the ASX Official List (ASX Foreign Exempt Listing) to ASX, the entity is taken to have warranted that all of the information and documents it has given, or will give, to ASX in connection with its admission to the official list and the quotation of its securities are, or will be, accurate, complete and not misleading. It also indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty (see Appendix 1C of the ASX Listing Rules).

The information and documents referred to in this Information Form and Checklist (including any annexures to it) are covered by the warranty and indemnity mentioned above.

Terms used in this Information Form and Checklist have the same meaning as in the ASX Listing Rules.

Part 1 – Information to be supplied with Appendix 1C

Instructions: please complete each applicable item below. If an item is not applicable, please mark it as "N/A".

All entities – corporate details

Type of Australian registration number given above (eg ABN, ACN, ARSN or ARBN)	ARBN 655 601 568
Legal entity identifier, if applicable	N/A
Place of incorporation or establishment	New Zealand
Date of incorporation or establishment	19 June 2017
Legislation under which incorporated or established	Companies Act 1993 (New Zealand)
Address of registered office in place of incorporation or establishment	Level 4, 10 Viaduct Harbour Avenue, Auckland Central, Auckland 1010 New Zealand
Address of registered office in Australia (if any)	c/- Mills Oakley, Level 7, 151 Clarence Street, Sydney NSW 2000
Main business activity	Property developer
Country where main business activity is mostly carried on	New Zealand
Home exchange and listing category ¹	NZX Main Board

¹ Examples: NZX Main Board, Toronto Stock Exchange, NASDAQ

Any other exchanges on which the entity is listed	To be listed on New Zealand Stock Exchange concurrently with ASX foreign exempt listing
Street address of principal administrative office	Level 4, 10 Viaduct Harbour Avenue, Auckland Central, Auckland 1010 New Zealand
Postal address of principal administrative office	Level 4, 10 Viaduct Harbour Avenue, Auckland Central, Auckland 1010 New Zealand
Telephone number of principal administrative office	+64 9 377 7003
E-mail address for investor enquiries	enquiries@winton.nz
Website URL	https://www.winton.nz/

All entities – board and senior management details²

Full name and title of chairperson of directors	Christopher Scott Meehan
Full names of all existing directors	Julian Bradwell Cook, executive director David Joseph Liptak, non-executive director Christopher Scott Meehan, chief executive officer and chair Michaela Ward Meehan, executive director Anna Marion Molloy, independent non-executive director Glen Andrew Tupuhi, independent non-executive director
Full names of any persons proposed to be appointed as additional or replacement directors	None
Full name and title of CEO/managing director	Christopher Scott Meehan, Chief Executive Officer
Email address of CEO/managing director	Chris.Meehan@winton.nz
Full name and title of CFO	Jean McMahon, Chief Financial Officer
Email address of CFO	Jean.McMahon@winton.nz
Full name and title of company secretary	Justine Hollows
Email address of company secretary	Justine.Hollows@winton.nz

² If the entity applying for admission to the official list is a trust, enter the board and senior management details for the responsible entity of the trust.

All entities – ASX compliance contact details³

Full name and title of ASX contact(s)	Justine Hollows, General Counsel and Company Secretary
Business address of ASX contact(s)	Level 4, 10 Viaduct Harbour Avenue, Auckland Central, Auckland 1010 New Zealand
Business phone number of ASX contact(s)	+64 9 222 2922
Mobile phone number of ASX contact(s)	+64 27 836 1875
Email address of ASX contact(s)	Justine.Hollows@winton.nz

All entities – investor relations contact details

Full name and title of person responsible for investor relations	Jean McMahon, CFO
Business phone number of person responsible for investor relations	+64 22 085 7101
Email address of person responsible for investor relations	jean.mcmahon@winton.nz

All entities – auditor details

Full name of auditor	KPMG, Auckland
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All entities – registry details⁴

Name of securities registry	Link Market Services Limited
Address of securities registry	Level 30, PwC Tower, 15 Customs Street West, Auckland 1010 (PO Box 91976, Auckland 1142)
Phone number of securities registry	+64 9 375 5998
Fax number of securities registry	+64 9 375 5990
Email address of securities registry	enquiries@linkmarketservices.co.nz
Type of subregisters the entity will operate ⁵	CHESS and Issuer Sponsored
If the entity has or intends to have a certificated subregister for quoted securities, the location of the Australian subregister	N/A

³ Under Listing Rule 1.11 Condition 9, a listed entity must appoint a person responsible for communication with ASX on Listing Rule matters. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

⁴ If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

⁵ Example: CHESS and issuer sponsored subregisters.

All entities – key dates

Annual balance date	30 June
Month in which annual meeting is usually held (or intended to be held) ⁶	October
Months in which dividends or distributions are usually paid (or are intended to be paid)	March and September

Part 2 – Checklist Confirming Compliance with Admission Requirements

Instructions: please indicate in the “Location/Confirmation” column for each item below where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the entity’s most recent annual report or any subsequent interim report where that information is located or, in the case of a document, the folder tab number where that document is located). If the item asks for confirmation of a matter, you may simply enter “Confirmed” in the “Location/Confirmation” column. If an item is not applicable, please mark it as “N/A”.

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist (other than the 10 copies of the entity’s most recent annual report and any subsequent interim report referred to in item 5) are provided in a folder separated by numbered tabs.

Note that completion of this Checklist is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX’s absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

All entities – key supporting documents

Nº	Item	Location/Confirmation
1.	A copy of the entity’s certificate of incorporation, certificate of registration or other evidence of status (including any change of name)	See Item 1 (ASIC Certificate of Registration as a Foreign Company) See Item 2 (New Zealand Companies Office Certificate of Incorporation)
2.	A copy of the entity’s constitution	See Item 3 (Constitution)
3.	Confirmation that the entity is subject to, and complies with, the listing rules (or their equivalent) of its overseas home exchange (Listing Rule 1.11 Conditions 2 and 3)	Confirmed. See Item 4 .
4.	Details of any waiver or all or part of any listing rule (or the equivalent) provided by home exchange that will be in effect upon admission (Listing Rule 1.11 Condition 4) ⁷	None.
5.	10 copies of the entity’s most recent annual report and any subsequent interim report	See Item 5 – Winton Land Limited (Formerly known as Winton Property Limited) FY20 Annual Report (FY Ending 30 June 2020) and FY21 Annual Report (FY Ending 30 June 2021)
6.	Original executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.11 Condition 10) ⁸	See Item 6 (ASX Online agreement)

⁶ May not apply to some trusts.

⁷ ASX may require details of waivers to be released to the market (see the note to Listing Rule 1.11 Condition 4).

⁸ An electronic copy of the ASX Online Agreement is available from the ASX Compliance Downloads page on ASX’s website.

Nº Item	Location/Confirmation
7. A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)	See Items 7 and 8 (specimen certificate/holding statement)
8. Please either enter "Confirmed" in the column to the right to confirm that the entity has not previously applied for, and been refused or withdrawn its application for, admission to the official list of another securities exchange, or attach a statement explaining the circumstances and state the location of that statement	Confirmed
9. Payment for the initial listing fee. ⁹	To be paid by EFT

All entities – capital structure

10. A table showing the existing and proposed capital structure of the entity, broken down as follows: (a) the number and class of each equity security and each debt security currently on issue; and (b) the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and (c) the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list. Note: This applies whether the securities are quoted or not. If the entity is proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.	Please see Item 9 – Winton Land Limited Existing capital structure and Item 10 – Outline of proposed capital structure
11. For each class of securities referred to in the table mentioned in item 10, the terms applicable to those securities Note: This applies whether the securities are quoted or not. For equity securities (other than options to acquire unissued securities or convertible debt securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable). For options to acquire unissued securities, this should state the number outstanding, exercise prices and expiry dates For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion terms (if applicable).	Please see PDS, Section 6 (Item 11) – 'Key features of ordinary shares' Please see summary of option terms on page 57 of PDS (Item 12)
12. If any class of securities which you are seeking to have quoted on ASX will not have CDIs issued over them, please obtain and provide an International Securities Identification Number (ISIN) for that class (ASX is not able to create a new ISIN for non-Australian issuers).	TBC once issued by NZX

All entities – other information

13. A brief history of the entity	Please see PDS, Section 2 (Item 11) – 'Winton's History'
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⁹ See Guidance Notes 15 and 15A for the fees payable on the application. Payment can be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank
Account Name: ASX Operations Pty Ltd
BSB: 082 057
A/C: 494728375
Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to ar@asx.com.au or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

Nº	Item	Location/Confirmation
14.	Details of the entity's existing activities and level of operations	Please see PDS, Section 2 (Item 11) – 'Winton and what it does'
15.	Confirmation that there is no information not already disclosed to the entity's home exchange that should have been disclosed under the rules of that exchange	Confirmed

Entities that are trusts

16.	Please enter "Confirmed" in the column to the right to indicate that no-one is under an obligation to buy-back units in the trust or to allow a security holder to withdraw from the trust (Listing Rule 1.11 Condition 8(c))	N/A
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Entities that do not have a primary listing on NZX Main Board

17.	A completed Appendix 1C Information Form and Checklist Annexure 1 (Entities that do not have a Primary Listing on the NZX Main Board) ¹⁰	N/A
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Entities that have a primary listing on NZX Main Board

18.	A completed Appendix 1C Information Form and Checklist Annexure 2 (Entities that have a Primary Listing on the NZX Main Board) ¹¹	Please see Item 13 - Appendix 1C Information Form and Checklist Annexure 2
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Further documents to be provided before admission to the official list

Please note that in addition to the information and documents mentioned above, an entity may be required to provide additional information to ASX under Listing Rule 1.17.

¹⁰ An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

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