



## Ongoing Disclosure Notice

### Disclosure of Directors and Senior Managers Relevant Interests

Sections 297(2) and 298(2), Financial Markets Conduct Act 2013

To NZX Limited; and
Name of listed issuer:
Date this disclosure made:
Date of last disclosure:

NZME Limited (NZX: NZM)
25-Feb-22
31-Dec-20

#### Director or senior manager giving disclosure

Full name(s):
Name of listed issuer:
Name of related body corporate (if applicable):
Position held in listed issuer:

Michael Raymond Boggs
NZME Limited
Not applicable
Chief Executive Officer

#### Summary of acquisition or disposal of relevant interest (excluding specified derivatives)

Class of affected quoted financial products:
Nature of the affected relevant interest(s):
<b>For that relevant interest-</b>
Number held in class before acquisition or disposal:
Number held in class after acquisition or disposal:
Current registered holder(s):
Registered holder(s) once transfers are registered:

Ordinary shares in NZME Limited (NZX: NZM)
Grant of performance share rights to receive ordinary shares in NZME Limited subject to a deferral and restricted period in accordance with the terms of the NZME 2021 Total Incentive Plan.
Not applicable the performance share rights do not constitute a class of financial products.
Not applicable (as per above).
Not applicable as a new issue.
Not applicable as a new issue.

#### Summary of acquisition or disposal of specified derivatives relevant interest (if applicable)

Type of affected derivative:
Class of underlying financial products:

Not applicable
Not applicable

#### Details of affected derivative-

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):
A statement as to whether the derivative is cash settled or physically settled:
Maturity date of the derivative (if any):
Expiry date of the derivative(if any):
The price specified in the terms of the derivative (if any):
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:

Not applicable
Not applicable
Not applicable
Not applicable
Not applicable
Not applicable

#### For that derivative,-

Parties to the derivative:
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:

Not applicable
Not applicable

#### Details of transactions giving rise to acquisition or disposal

Total number of transactions to which notice relates:
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One
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#### Details of transactions requiring disclosure:

Date of transaction:	23-Feb-22
Nature of transaction:	Grant of 581,843 performance share rights to receive ordinary shares in NZME Limited under the NZME 2021 Total Incentive Plan.
Name of any other party or parties to the transaction (if known):	NZME Limited as grantor
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration:	Nil
Number of financial products to which the transaction related: <i>If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—</i>	581,841 performance share rights, which may convert on a one-for-one basis to ordinary shares in NZME Limited if they vest at the expiry of the deferral and restricted period.
Whether relevant interests were acquired or disposed of during a closed period:	Yes
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	Not applicable as the issue of the performance share rights is not subject to closed period restrictions.
Date of the prior written clearance (if any):	Not applicable

**Summary of other relevant interests after acquisition or disposal:**

Class of quoted financial products:	Ordinary shares in NZME Limited (NZX: NZM)
Nature of relevant interest:	1. Beneficial interest in performance share rights to receive ordinary shares in NZME Limited pursuant to the NZME 2019 Total Incentive Plan 2. Beneficial interest in performance share rights to receive ordinary shares in NZME Limited pursuant to the NZME 2020 Total Incentive Plan 3. Legal and beneficial interest in ordinary shares in NZME Limited.
<i>For that relevant interest,-</i>	
Number held in class:	1. 613,031 2. 1,201,417 3. 1,079,866
Current registered holder(s):	1. Not applicable 2. Not applicable 3. Michael Raymond Boggs
<i>For a derivative relevant interest,-</i>	
Type of derivative:	Not applicable

**Details of derivative:**

The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	Not applicable
A statement as to whether the derivative is cash settled or physically settled:	Not applicable
Maturity date of the derivative (if any):	Not applicable
Expiry date of the derivative (if any):	Not applicable
The price's specified terms (if any):	Not applicable
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	Not applicable
<i>For that derivative relevant interest,-</i>	
Parties to the derivative:	Not applicable
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	Not applicable

**Certification**

I certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.

Signature of director or officer:


Date of signature:

or

Signature of person authorised to sign on behalf of director or officer:

Date of signature:

Name and title of authorised person:



25-Feb-22
Allison Whitney, General Counsel