

# Information Form and Checklist

## (ASX Foreign Exempt Listing)

Name of entity

**Sky Network Television Limited**

**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 and in any Annexures have the same meaning as in the ASX Listing Rules.

If an applicant is admitted to the Official List of ASX, this Information Form and Checklist will be released on the Market Announcements Platform at the time of admission. Prior to admission, and promptly after this Information Form and Checklist is submitted to ASX, certain key details regarding the upcoming listing will be published on the ASX website at: <https://www2.asx.com.au/listings/upcoming-floats-and-listings>.

## Part 1 – Key Information

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

### Corporate details

Legal name <sup>1</sup>	Sky Network Television Limited	
Trading name	N/A	
Date of incorporation or establishment	25 Jan 2005	
Place of incorporation or establishment	Country	New Zealand
	State (Province, County, etc.)	N/A
All Australian registration numbers (as appropriate)	ABN	70 653 143 224
	ARBN	
Foreign incorporation reference number, <sup>2</sup> if applicable	Company Number: 1579204 NZBN: 9429035067818	
Legal entity identifier (LEI), <sup>3</sup> if applicable	984500A70R6143A96068	

<sup>1</sup> As registered with ASIC.

<sup>2</sup> The equivalent registration number to an ABN or ACN in the country of incorporation or establishment.

<sup>3</sup> The LEI is a standard identifier that provides verified data on legal entities registered on a centralised system, the Global LEI System. Providing a LEI is voluntary. If the entity does not have a LEI leave this field blank. For Issuers who choose to voluntarily provide their LEI (where available), ASX will record /cont.

Legislation under which incorporated or established	The Companies Act 1993 (New Zealand)
Address of registered office in place of incorporation or establishment	10 Panorama Road, Mount Wellington, Auckland 1060
Address of registered office in Australia (if any)	c/- Allens Operations Pty Limited Level 4, Deutsche Bank Place, 126 Philip Street, Sydney NSW 2000
Main business activity	Media Company
Country where main business activity is mostly carried on	New Zealand
Home exchange and listing category <sup>4</sup>	NZX Primary Listing
Any other exchanges on which the entity is listed	ASX (Current full listing)
Street address of principal administrative office	10 Panorama Road, Mount Wellington, Auckland 1060
Postal address of principal administrative office	PO Box 9059 Newmarket Auckland 1149
Telephone number of principal administrative office	+64 9 579 9999
Email address for investor enquiries	<a href="mailto:investorrelations@sky.co.nz">investorrelations@sky.co.nz</a>
Website URL	<a href="http://www.sky.co.nz">www.sky.co.nz</a>

#### Board and senior management details<sup>5</sup>

Full name and title of chairperson of directors	Philip Bowman, Independent Chairman
Full names of all existing directors	Keith Smith, Independent Director Joan Withers, Independent Director Mike Darcey, Independent Director Mark Buckman, Independent Director Belinda Rowe, Independent Director
Full names of any persons proposed to be appointed as additional or replacement directors	N/A

and link the LEI of the issuer to each International Securities Identification Number (ISIN) allocated to financial instruments issued by that issuer and quoted on ASX. ASX will also provide the ISIN-LEI mapping to the Association of National Numbering Agencies (ANNA) Service Bureau (ASB) for the purpose of the ISIN-LEI mapping initiative, and this information will then be made publicly available on both the ANNA and Global Legal Entity Identifier Foundation (GLEIF) websites. Once publically available, any person may use the LEI information (including the ISIN-LEI mapping data) for any purpose without restriction.

<sup>4</sup> Examples: NZX Main Board, Toronto Stock Exchange, NASDAQ

<sup>5</sup> 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.

Full name and title of CEO/managing director	Sophie Moloney, Chief Executive Officer
Email address of CEO/managing director	<a href="mailto:Sophie.Moloney@sky.co.nz">Sophie.Moloney@sky.co.nz</a>
Full name and title of CFO	Ciara McGuigan, Chief Financial Officer
Email address of CFO	<a href="mailto:Ciara.Mcguigan@sky.co.nz">Ciara.Mcguigan@sky.co.nz</a>
Full name and title of company secretary	Kirstin Jones, General Counsel and Company Secretary
Email address of company secretary	<a href="mailto:Kirstin.Jones@sky.co.nz">Kirstin.Jones@sky.co.nz</a>

### Third party company secretarial service provider details (if applicable)<sup>6</sup>

Service provider entity name <sup>7</sup>	N/A	
All Australian registration numbers (as appropriate)	ABN	
	ACN	
	ARBN	
Foreign incorporation reference number, <sup>8</sup> if applicable		
Place of incorporation or establishment	Country	
	State (Province, County, etc.)	
Address		

### ASX compliance contact details<sup>9</sup>

Full name and title of ASX contact(s)	Kirstin Jones, General Counsel and Company Secretary Amanda West, Head of Investor Relations
Business address of ASX contact(s)	10 Panorama Road, Mount Wellington, Auckland PO Box 9059 Newmarket Auckland 1149
Business phone number of ASX contact(s)	+64 9 579 9999
Mobile phone number of ASX contact(s)	+64 21 673 795 +64 21 043 9674

<sup>6</sup> Please provide these details if the entity seeking admission has engaged an external entity to provide company secretarial services to it.

<sup>7</sup> As registered with ASIC. If it is a foreign entity, reflect the entity legal name as registered in the country of incorporation or establishment, if applicable.

<sup>8</sup> The equivalent registration number to an ABN or ACN in the country of incorporation or establishment, where the country of incorporation or establishment is not Australia.

<sup>9</sup> 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.

Email address of ASX contact(s)	K Jones: <a href="mailto:Kirstin.Jones@sky.co.nz">Kirstin.Jones@sky.co.nz</a> A West: <a href="mailto:Amanda.West@sky.co.nz">Amanda.West@sky.co.nz</a>
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### Investor relations contact details

Full name and title of person responsible for investor relations	Amanda West, Head of Investor Relations
Business phone number of person responsible for investor relations	+64 21 043 9674
Email address of person responsible for investor relations	<a href="mailto:Amanda.West@sky.co.nz">Amanda.West@sky.co.nz</a>

### Auditor details

Full name of auditor	PwC, New Zealand
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### Registry details<sup>10</sup>

Name of securities registry	Computershare New Zealand
Address of securities registry	Level 2/159 Hurstmere Road, Takapuna, Auckland Private Bag 92119 Auckland 1142
Phone number of securities registry	+64 9 488 8777
Fax number of securities registry	+64 9 488 8787
Email address of securities registry	<a href="mailto:enquiry@computershare.co.nz">enquiry@computershare.co.nz</a>
Type of sub-registers the entity will operate <sup>11</sup>	CHESS
If the entity has or intends to have a certificated sub-register for quoted securities, the location of the Australian sub-register	N/A

### Key dates

Annual financial year end date	30 June
Month in which annual meeting is usually held (or intended to be held) <sup>12</sup>	November

<sup>10</sup> If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

<sup>11</sup> Example: CHESS and issuer sponsored sub-registers.

<sup>12</sup> May not apply to some trusts.

Months in which dividends or distributions are usually paid (or are intended to be paid)	March (interim) and September (full)
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### Agent for service of process

Name of the entity's Australian agent for service of process	Baker McKenzie	
All Australian registration numbers (as appropriate)	ABN	32 266 778 912
	ACN	
Place of incorporation or establishment	Country	Australia
	State (Province, County, etc.)	NSW
Address	Tower One – International Towers Sydney Level 46, 100 Barangaroo Avenue, Sydney NSW 2000	

## Part 2 – Checklist Confirming Compliance with Admission Requirements

**Instructions:** please indicate in the “Location/Confirmation” column for each item below and in any Annexures where the information or document referred to in that item is to be found (e.g. 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 and any Annexures are provided both in hard copy and in electronic form in one or more folders and/or in any other appropriate electronic form containing consecutively numbered and titled documents (e.g. ‘Attachment 1 – Certificate of Incorporation’, ‘Attachment 2 – Constitution’, etc.), together with a document index. Where this Checklist indicates that an original document is required, ASX will also accept a certified copy of the relevant document.

Note that completion of this Checklist and any Annexures 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).

### Key supporting documents

Nº	Item	Location/Confirmation
1.	Entity’s certificate of incorporation, certificate of registration or other evidence of status (including any change of name)	Source: New Zealand Companies office: Provided at <b>Attachment 1</b> <a href="#">CertIncorporation_1579204_30April2024.pdf (companiesoffice.govt.nz)</a>
2.	Entity’s constitution	Source: Sky Corporate website. Provided at <b>Attachment 2</b> <a href="#">548293b1-0d8a-ab5d-b0ab-cede77cfd79f (sky.co.nz)</a>
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 Provided at <b>Annexure B</b>

Nº	Item	Location/Confirmation
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) <sup>13</sup>	No NZX waivers currently in place Confirmed at <b>Annexure A</b>
5.	Entity's most recent annual report and any subsequent interim report	<b>2023 Annual Report:</b> Provided at <b>Attachment 3</b> <b>2024 Interim Report:</b> Provided at <b>Attachment 5</b>
6.	Executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.11 Condition 10) <sup>14</sup>	Exemption provided due to SKT's longstanding listing
7.	A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)	N/A
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 <sup>15</sup>	N/A

## Capital structure

10.	<p>A table showing the existing and proposed capital structure of the entity, broken down as follows:</p> <ul style="list-style-type: none"> <li>(a) the number and class of each equity security and each debt security currently on issue; and</li> <li>(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</li> <li>(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.</li> </ul> <p>Note: This applies whether the securities are to be 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.</p>	<p>No change to current capital structure</p> <p>Fully Paid Ordinary shares: 137,675,010</p>
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<sup>13</sup> ASX may require details of waivers to be released to the market (see the note to Listing Rule 1.11 Condition 4).

<sup>14</sup> An electronic copy of the *ASX Online Agreement* is available from the ASX Compliance Downloads page on ASX's website.

<sup>15</sup> 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](mailto:ar@asx.com.au), 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

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 to be 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).

No change to current capital structure

- Fully paid ordinary Shares
- Equal voting rights
- Equal rights to dividends

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)

Existing ISIN in place:

NZSKTE0001S6

## Other information

13. A brief history of the entity

SKT was formed in 1990 and first listed in 2005 on both the ASX and NZX exchanges and between March 2014 and March 2021 also had a listed 7-year bond.

A merger with Vodafone NZ was proposed in 2016 but ultimately denied by the NZ Commerce Commission.

Following a significant capital raise during Covid SKT has returned to revenue growth, returned capital to shareholders via a share cancellation, is paying dividends and is conducting a buyback.

14. Details of the entity's existing activities and level of operations

Sky Network Television Ltd (SKT) is a New Zealand based multi-media company.

Sky provides sport and entertainment media services to New Zealanders via Satellite and IP through in home devices, streaming products and free-to-air. It also operates as a broadband provider.

SKT has secured ongoing rights agreements with significant with sport and entertainment providers as well as creating original content.

SKT's customers are households and individuals, commercial businesses and advertisers.

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 at **Annexure B**

Nº Item

Location/Confirmation

**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

**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)<sup>16</sup>

N/A

**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)<sup>17</sup>

Confirmed - Completed and attached

**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.

<sup>16</sup> An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

<sup>17</sup> An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.



## Annexure A: Waivers

Source: Sky Annual Report 2023 (page 71 online) [Link to 2023 Annual Report](#)

# Waivers and Information

## Current and Ongoing Waivers

The following is a summary of all waivers which were relied upon by Sky in the year to 30 June 2023. These were:

1. A waiver from ASX Listing Rule 6.10.3 to the extent necessary to permit Sky to set the "specified time" to determine whether a security holder is entitled to vote at a shareholders' meeting in accordance with the requirements of relevant New Zealand legislation.
2. A waiver from ASX Listing Rule 15.7 to permit Sky to provide announcements simultaneously to both ASX and NZX.
3. A waiver from ASX Listing Rule 14.3 to the extent necessary to allow Sky to receive director nominations between the date three months and the date two months before the annual meeting.

## Admission to the official list of the Australian Securities Exchange

In connection with Sky's admission to the official list of the ASX, the following information is provided:

1. Sky is incorporated in New Zealand.
2. Sky is not subject to Chapters 6, 6A, 6B and 6C of the Australian Corporations Act 2001 dealing with the acquisition of shares (such as substantial holdings and takeovers).
3. Limitations on the acquisition of the securities imposed by New Zealand law are as follows:
  - (a) In general, Sky securities are freely transferable and the only significant restrictions or limitations in relation to the acquisition of securities are those imposed by New Zealand laws relating to takeovers, overseas investment and competition.
  - (b) The New Zealand Takeovers Code creates a general rule under which the acquisition of more than 20% of the voting rights in Sky or the increase of an existing holding of 20% or more of the voting rights in Sky can only occur in certain permitted ways. These include a full takeover offer in accordance with the Takeovers Code, a partial takeover offer in accordance with the Takeovers Code, an acquisition approved by an ordinary resolution, an allotment approved by an ordinary resolution, a creeping acquisition (in certain circumstances) or compulsory acquisition if a shareholder holds 90% or more of Sky shares.
  - (c) The New Zealand Overseas Investment Act 2005 (and associated regulations) regulates certain investments in New Zealand by overseas persons. In general terms, consent is likely to be required where an 'overseas person' acquires shares or an interest in shares in Sky that amount to more than 25% of the shares issued by Sky or, if the overseas person already holds more than 25%, the acquisition increases that holding.
  - (d) The New Zealand Commerce Act 1986 is likely to prevent a person from acquiring Sky shares if the acquisition would have, or would be likely to have, the effect of substantially lessening competition in a market.

**Annexure B: Confirmation that there is no information not already disclosed to Sky's home exchange and that Sky remains in compliance with the continuous disclosure rules of its home exchange.**



10 July 2024

**ASX Foreign Exempt Listing Application**

To whom it may concern

For the purposes of Sky Network Television Limited's application for ASX Foreign Exempt Listing, we the undersigned directors, confirm, to the best of our knowledge and belief, that:

- (i) there is no information not already disclosed to the NZX, Sky's home exchange, that should have been disclosed under the rules of the NZX; and
- (ii) Sky 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).

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Yours faithfully

A handwritten signature in blue ink, appearing to read "Philip Bowman".

**Philip Bowman**  
Chair

A handwritten signature in blue ink, appearing to read "Keith Smith".

**Keith Smith**  
Deputy Chair