



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:

The a2 Milk Company Limited

Date this disclosure made:

24/02/2017

Date of last disclosure:

21/08/2015

Director or senior manager giving disclosure

Full name(s):

John Scott WOTHERSPOON

Name of listed issuer:

The a2 Milk Company Limited (Company)

Name of related body corporate (if applicable):

Position held in listed issuer:

Chief Executive, UK and China

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

Class of affected quoted financial products:

Ordinary Shares

Nature of the affected relevant interest(s):

Legal Ownership and Beneficial Interest

For that relevant interest-

Number held in class before acquisition or disposal:

4,000,000 options over unissued ordinary shares

Number held in class after acquisition or disposal:

3,931,250 options over unissued ordinary shares

Current registered holder(s):

John Scott Wotherspoon

Registered holder(s) once transfers are registered:

John Scott Wotherspoon

Details of transactions giving rise to acquisition or disposal

Total number of transactions to which notice relates:

One

Details of transactions requiring disclosure-

Date of transaction:

17/02/2017

Nature of transaction:

Issue of 68,750 ordinary shares following exercise of 68,750 options held by John Scott Wotherspoon

Name of any other party or parties to the transaction (if known):

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:

NZ\$43,312.50

Number of financial products to which the transaction related:

68,750 ordinary shares (following exercise of 68,750 options)

~~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--~~

~~Whether relevant interests were acquired or disposed of during a closed period:~~

No

~~Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:~~

N/A

~~Date of the prior written clearance (if any):~~

N/A

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:

Nature of relevant interest:

~~For that relevant interest,-~~

Number held in class:

Current registered holder(s):

~~For a derivative relevant interest,~~

Type of derivative:

Shw
23/2/17

Details of 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's specified terms (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:

For that derivative relevant interest,-

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:

Cerification

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:

23 February 2017

or

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

Date of signature:

Name and title of authorised person:

Notes

Use this form to disclose all the acquisitions and disposals by a director or senior manager of a listed issuer, or of a related body corporate, or in specified derivatives. The disclosure must be made within—

(a) 20 working days after the first acquisition or disposal disclosed in this notice if the acquisitions or disposals are of a kind referred to in section 297(2)(a) of the Financial Markets Conduct Act 2013; or

(b) in any other case, 5 trading days after the first acquisition or disposal disclosed in this notice.