



## Notice pursuant to NZX Main Board Listing Rule 7.12.1

In accordance with NZX Main Board Listing Rule 7.12.1, The a2 Milk Company Limited (**ATM**) advises that the following securities have been issued on 13 July 2018:

<b>Class of Security:</b>	Performance rights and time-based rights, each representing an entitlement to acquire ordinary shares in ATM
<b>ISIN:</b>	Not applicable – the rights will not be listed on the NZX Main Board or the ASX
<b>Number issued:</b>	Performance rights – 245,787 Time-based rights – 599,254
<b>Issue price:</b>	Not applicable
<b>Payment in cash:</b>	Not applicable
<b>Amount paid up (if not in full):</b>	Not applicable
<b>Percentage of the total class of securities issued:</b>	8.5% of performance rights; 100% of time-based rights
<b>Reason for issue:</b>	<p>The performance rights have been granted to the incoming Chief Executive Officer of ATM as part of the on-going long term incentive arrangements that ATM has adopted to assist in the reward, retention and motivation of its employees.</p> <p>The time-based rights have been granted to the incoming Chief Executive Officer of ATM on a one-off basis as compensation for forfeitures of her former employer's short term incentive and long-term incentive entitlements as a result of her resigning to take up employment with ATM.</p>
<b>Specific authority for issue:</b>	Board resolution
<b>Terms or details of issue:</b>	<p>Each performance right and each time-based right is issued pursuant to the terms and conditions of ATM's Long Term Incentive Plan (LTIP).</p> <p>Upon vesting, each performance right and each time-based right will entitle the holder to one ordinary share in ATM.</p> <p><i>Performance rights:</i> Each performance right includes a vesting condition that the participant must remain an Employee (as defined in the LTIP Rules) up to and including the vesting date (30 June 2021) and that ATM achieves a compound annual growth rate in diluted earnings per share (CAGR) from the beginning of the financial year ending 30 June 2019 to the end of the financial year ending 30 June 2021 of at least 15%.</p>

ASX Code: A2M

NZX Code: ATM

The proportion of performance rights that will vest will be determined on a straight-line basis between the following parameters (rounded down to the nearest whole number):

- 50% of the performance rights will vest if a CAGR of 15% is achieved; or
- 100% of the performance rights will vest if a CAGR of 25% or more is achieved.

*Time-based rights:* Each time-based right is not subject to performance hurdles but includes a vesting condition that the participant must remain an Employee (as defined in the LTIP Rules) up to and including one of four vesting dates during the period from 28 August 2018 to 24 August 2019

**Total number of securities of the class  
in existence after the issue:**

960,000 performance rights issued on 17 August 2015,  
895,000 performance rights issued on 8 February 2017,  
87,000 performance rights issued on 10 March 2017,  
406,000 performance rights issued on 27 September  
2017 and 304,200 performance rights issued on 6 March  
2018, 245,787 performance rights issued on 13 July 2018  
599,254 time-based rights issued on 13 July 2018

**Treasury stock (acquisition only):**

Not applicable

**Date of issue:**

13 July 2018

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