

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: | PGG Wrightson Limited |
| Date this disclosure made: | 3 October 2019 |
| Date of last disclosure (in the Substantial Holding notice issued by H&G on 20 August 2019) | 20 August 2019 |
| Director or senior manager giving disclosure | |
| Full name(s): | David Cushing |
| Name of listed issuer: | PGG Wrightson Limited |
| Name of related body corporate (if applicable): | Not applicable |
| Position held in listed issuer: | Directo |
| Summary of acquisition or disposal of relevant interest (excluding specified derivatives) | |
| Class of affected quoted financial products: | Ordinary shares (PGW) |
| Nature of the affected relevant interest(s): | Refer attached schedule - 0 |
| For that relevant interest- | |
| Number held in class before acquisition or disposal: | 4,849,468 |
| Number held in class after acquisition or disposal: | 5,165,045 |
| Current registered holder(s): | Refer attached schedule - ① |
| Registered holder(s) once transfers are registered: | Refer attached schedule - ① |
| Summary of acquisition or disposal of specified derivatives relevant interest (if applicab | le) Not applicable |
| Type of affected derivative: Class of underlying financial products: | le) |
| Class of underlying financial products: Details of affected derivative- The notional value of the derivative (if any) or the notional amount of underlying financial | le) Not applicable |
| Type of affected derivative: Class of underlying financial products: Details of affected derivative- The notional value of the derivative (if any) or the notional amount of underlying financial products (if any): | Not applicable Not applicable Not applicable |
| Type of affected derivative: Class of underlying financial products: 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: | Not applicable Not applicable Not applicable Not applicable |
| Type of affected derivative: Class of underlying financial products: 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): | Not applicable Not applicable Not applicable Not applicable Not applicable Not applicable |
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| Type of affected derivative: Class of underlying financial products: 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: 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: Details of transactions giving rise to acquisition or disposal Total number of transactions to which notice relates: Details of transactions requiring disclosure- | Not applicable |
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| Type of affected derivative: Class of underlying financial products: Details of affected derivative- | Not applicable Four Between 26 September 2019 to 2 October 2019 |

| Number of financial products to which the transaction related: | 315,577 | |
|---|-----------------------------|--|
| 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: | Not applicable | |
| Date of the prior written clearance (if any): | Not applicable | |
| Summary of other relevant interests after acquisition or disposal: | (20) | |
| Class of quoted financial products: | Ordinary shares (PGW) | |
| Nature of relevant interest: | Refer attached schedule - ① | |
| For that relevant interest,- | ***** | |
| Number held in class: | Refer attached schedule - ① | |
| Current registered holder(s): | Refer attached schedule - ① | |
| For a derivative relevant interest,- | | |
| 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 | |
| For that derivative relevant interest,- | | |
| 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:

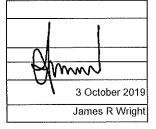
Date of signature:

or

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

Date of signature:

Name and title of authorised person:



SCHEDULE - ①

| Current registered holder. | Registered holder once transfer is registered. | Nature of relevant interest | Number of shares held before the acquisition. | Number of shares held after the acquisition. |
|-------------------------------|--|--|---|--|
| H&G Limited | H&G Limited | David Cushing is deemed to have a relevant interest in the PGW shares held by H&G Limited by virtue of holding more than 20% of the shares in H&G Limited. | 2,006,732 | 2,006,732 |
| Rural Equities Limited | Rural Equities Limited | David Cushing is deemed to have a relevant interest in the PGW shares held by Rural Equities Limited by virtue of H&G Limited holding more than 20% of the shares in Rural Equities Limited. | 2,842,736 | 3,158,313 |
| Total | | | 4,849,468 | 5,165,045 |