

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:	Fonterra Co-operative Group Limited
Date this disclosure made:	28 June 2021
Date of last disclosure:	5 November 2020

A Director or senior manager giving disclosure

Full name(s):	Andrew Webster MacFarlane
Name of listed issuer:	Fonterra Co-operative Group Limited
Name of related body corporate (if applicable):	
Position held in listed issuer:	Director

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

Class of affected quoted financial products:	Shares in Fonterra Co-operative Group Limited
Nature of the affected relevant interest(s):	Registered holder of shares as a Partner in Deebury Pastoral Partnership
For that relevant interest:	
Number held in class before acquisition or disposal:	1,072,689
Number held in class after acquisition or disposal:	1,072,689
Current registered holder(s):	<ul style="list-style-type: none"> • Andrew Webster MacFarlane • Alister David Argyle • John Bruce Tavendale • Mark Jonathan Tavendale • Graham Carr (N.Z.) Limited • Starmould Holdings Limited • Acland Investments Limited
Registered holder(s) once transfers are registered:	<ul style="list-style-type: none"> • Andrew Webster MacFarlane • Alister David Argyle • John Bruce Tavendale • Mark Jonathan Tavendale • Graham Carr (N.Z.) Limited • Starmould Holdings Limited • Acland Investments Limited

Class of affected quoted financial products:	Units in Fonterra Shareholders' Fund
Nature of the affected relevant interest(s):	Registered holder of units as a Partner in Deebury Pastoral Partnership giving the right to convert into shares in Fonterra Co-operative Group Limited on a one-to-one basis
For that relevant interest:	
Number held in class before acquisition or disposal:	9,317
Number held in class after acquisition or disposal:	9,317

Current registered holder(s):	<ul style="list-style-type: none"> • Andrew Webster MacFarlane • Alister David Argyle • John Bruce Tavendale • Mark Jonathan Tavendale • Graham Carr (N.Z.) Limited • Starmould Holdings Limited • Acland Investments Limited
Registered holder(s) once transfers are registered:	<ul style="list-style-type: none"> • Andrew Webster MacFarlane • Alister David Argyle • John Bruce Tavendale • Mark Jonathan Tavendale • Graham Carr (N.Z.) Limited • Starmould Holdings Limited • Acland Investments Limited

C Summary of acquisition or disposal of specified derivatives relevant interest (if 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):	
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:	
<i>For that derivative, -</i>	
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:	

D Details of transactions giving rise to acquisition or disposal

Total number of transactions to which notice relates:	Not applicable
Details of transactions requiring disclosure-	
Date of transaction:	Not applicable
Nature of transaction:	Disclosure of relevant interest as a registered holder of shares and units for by Deebury Pastoral Partnership, which is a Fonterra supplier.
Name of any other party or parties to the transaction (if known):	Not applicable

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:	Not applicable
Number of financial products to which the transaction related:	1,072,689 Shares 9,317 Units
<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>	
Whether relevant interests were acquired or disposed of during a closed period:	Not applicable
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	
Date of the prior written clearance (if any):	

E Summary of other relevant interests after acquisition or disposal:

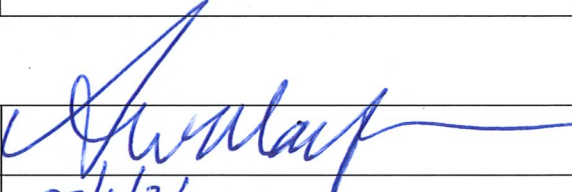
Class of quoted financial products:	Shares in Fonterra Co-operative Group Limited
Nature of relevant interest:	Director and Indirect Shareholder of Kintore Farm Limited
<i>For that relevant interest, -</i>	
Number held in class:	813,301
Current registered holder(s):	Kintore Farm Limited
Class of quoted financial products:	Units in the Fonterra Shareholders' Fund
Nature of relevant interest:	Trustee and beneficiary of the GW and MA Macfarlane Family Trust
<i>For that relevant interest, -</i>	
Number held in class:	4,000
Current registered holder(s):	GW and MA Macfarlane Family Trust
Class of quoted financial products:	Units in the Fonterra Shareholders' Fund
Nature of relevant interest:	Non-Beneficial Trustee of Stonylea Trust
<i>For that relevant interest, -</i>	
Number held in class:	10,000
Current registered holder(s):	Stonylea Trust via the Stonylea Farm Account
Class of quoted financial products:	Units in the Fonterra Shareholders' Fund
Nature of relevant interest:	Director and Shareholder of Pencarrow Farm Limited
<i>For that relevant interest, -</i>	
Number held in class:	123,724
Current registered holder(s):	Pencarrow Farm Limited
<i>For a derivative relevant interest, -</i>	
Type of derivative:	
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:	
<i>For that derivative relevant interest, -</i>	
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:	

F 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:	Andrew Macfarlane
Date of signature:	

or

Signature of person authorised to sign on behalf of director or officer:	
Date of signature:	28/6/21
Name and title of authorised person:	Andrew Macfarlane Trustee

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.