



**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:
Date this disclosure made:
Date of last disclosure:

EROAD Limited
27-May-22
5-Aug-21

**Director or senior manager giving disclosure**

Full name(s):
Name of listed issuer:
Name of related body corporate (if applicable):
Position held in listed issuer:

Steven Newman
EROAD Limited
N/A
Former Director and CEO (ceased 8 April 2022)

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

Class of affected quoted financial products:
Nature of the affected relevant interest(s):

Ordinary shares (NZX: ERD)
Registered holder and beneficial owner

**For that relevant interest-**

Number held in class before acquisition or disposal:
Number held in class after acquisition or disposal:
Current registered holder(s):
Registered holder(s) once transfers are registered:

93,996
167,928
Not applicable
Steven Newman

**Summary of acquisition or disposal of specified derivatives relevant interest (if applicable)**

Type of affected derivative:
Class of underlying financial products:

Not applicable
Not applicable

**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:

Not applicable
Not applicable
Not applicable
Not applicable
Not applicable
Not applicable

*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:

Not applicable
Not applicable

**Details of transactions giving rise to acquisition or disposal**

Total number of transactions to which notice relates:
-------------------------------------------------------

1
---

**Details of transactions requiring disclosure-**

Date of transaction:	25-May-22
Nature of transaction:	Issue of 73,932 ordinary shares pursuant to EROAD's Long Term Incentive Plan
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 by converted into a cash value, describe the consideration:	Not applicable
Number of financial products to which the transaction related: <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>	73,932
Whether relevant interests were acquired or disposed of during a closed period:	Yes
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	EROAD Limited's Securities Trading Policy and Guidelines do not apply to acquisitions through an issue of new quoted securities. The issue of ordinary shares to Steven Newman disclosed in this notice falls within that exception, so there was no requirement for prior written clearance to be obtained to allow the acquisition to proceed in a closed period
Date of the prior written clearance (if any):	Not applicable

**Summary of other relevant interests after acquisition or disposal:**

Class of quoted financial products:	Ordinary shares (NZX: ERD)
Nature of relevant interest:	Steven Newman is the holder of 20% or more of the shares in NMC Trustees Limited and has the power to control dealings and voting of shares held by NMC Trustees Limited as trustee of the NMC Investment Trust
<i>For that relevant interest,-</i>	
Number held in class:	13,512,942
Current registered holder(s):	NMC Trustees Limited
Class of quoted financial products:	Ordinary shares (NZX: ERD)
Nature of relevant interest:	Steven Newman has the power to control the acquisition or disposal of, and has the power to exercise, a right to vote the shares held by Alexandra Ashley Newman, his daughter
<i>For that relevant interest,-</i>	
Number held in class:	5,700
Current registered holder(s):	Alexandra Ashley Newman
Class of quoted financial products:	Ordinary shares (NZX: ERD)

Nature of relevant interest:

Steven Newman has the power to control the acquisition or disposal of, and has the power to exercise, a right to vote the shares held by Henry James Newman, his son

*For that relevant interest,-*

Number held in class:

3,400

Current registered holder(s):

Henry James Newman

**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:

  
27/MAY/22