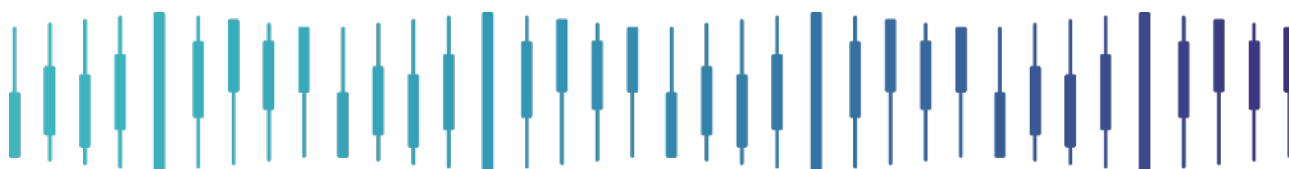


30 March 2022

NZ RegCo Decision

New Zealand King Salmon Investments Limited ("NZK")

Application for waiver under NZX Listing Rule 3.5.1



Background

1. The information on which this decision is based is set out in Appendix One to this decision. This waiver will not apply if that information is not or ceases to be full and accurate in all material respects.
2. The Rule to which this decision relates is set out in Appendix Two to this decision.
3. Capitalised terms that are not defined in this decision have the meanings given to them in the Rules.

Waiver from Listing Rule 3.5.1

Decision

4. Subject to the conditions set out in paragraph 5 below, and on the basis that the information provided by New Zealand King Salmon Investments Limited (**NZK**) is complete and accurate in all material aspects, NZX Regulation Limited (**NZ RegCo**) grants NZK a waiver from NZX Listing Rule (**Rule**) 3.5.1, to the extent that this Rule would otherwise require NZK to release a Results Announcement through MAP no later than 60 days after the end of its financial year.
5. The waiver set out in paragraph 4 above is provided on the conditions that:
 - a. NZK releases a Results Announcement through MAP no later than 2 May 2022, 90 days after the end of its financial year;
 - b. NZK releases a statement to NZX through MAP on or before 1 April 2022, the current deadline under Rule 3.5.1, for release of its Results Announcement:
 - i. stating that NZK is relying on this waiver;
 - ii. stating when NZK expects to release a Results Announcement to NZX through MAP;
 - iii. stating that NZK expects to release its annual report on or before 2 May 2022 and therefore has not sought, nor been granted, a waiver in relation to the release of its annual report; and
 - iv. re-confirming or updating the market as to its expectations for its FY22 proforma EBITDA, by reference to the guidance range advised to the market on 1 February 2022; and
 - c. releases a further statement to NZX through MAP should there be any change to the matters contemplated by paragraph 5b above (including where NZK is able to provide a greater degree of specificity as to when a Results Announcement will be released within a period previously indicated to the market).

Reasons

6. In coming to the decision to provide the waiver set out in paragraph 4 above, NZ RegCo has considered that:
 - a. COVID-19 has impacted, and continues to impact, NZK's ability to finalise its Results Announcement in order to meet the timing requirements of Rule 3.5.1, in particular due to a number of senior staff members and finance team personnel at NZK, as well as its audit provider, being directly impacted by testing positive for, or being household or close contacts of

persons testing positive for, COVID-19. This has resulted in instances of self-isolation which has impacted the ability of in-person and on-site engagement between NZK and its audit provider as would otherwise be standard in undertaking the audit process and finalising the Results Announcement;

- b. NZK submits, and NZ RegCo has no reason not to accept, that the impacts affecting NZK personnel and NZK's audit provider mean NZK is not in a position to release a Results Announcement based on unaudited financial statements in accordance with the timing requirements of Rule 3.5.1, as:
 - i. NZK is required under relevant accounting standards to consider events and statements as they stand when financial statements are finalised, and not just as at NZK's balance date. Forecasts to support assumptions made in respect of certain matters have proven challenging for NZK due to the ongoing mortality event, details of which were released by NZK to the market on 1 February 2022, and the recent outbreak of COVID-19 in the community, with key members of NZK's executive and finance team, being directly impacted.
 - ii. Those impacts are affecting the ability of NZK to complete the work associated with the NZK 2022 Full Year balance sheet, which require a high degree of judgment and forecasting.
 - iii. Due to the scope of the work yet to be completed by NZK and its audit provider, there is a material risk that if NZK released unaudited results on or before 1 April 2022, there would be significant changes to those results once the audit is completed. As such, the NZK board does not consider it would be in a position to approve those financial statements by 1 April 2022; and
- c. other than the extension of time provided by the waiver, NZK will be required to fully comply with the Rules in all other respects, including in relation to NZK's continuous disclosure obligations.

Confidentiality

- 7. NZK has requested this application and any decision be kept confidential until such time as NZK releases a statement to NZX through MAP stating when NZK expects to release a Results Announcement to NZX through MAP.
- 8. In accordance with Rule 9.7.2, NZ RegCo grants NZK's request.

Appendix One

1. NZK is a Listed Issuer with ordinary shares on the NZX Main Board.
2. NZK has a 31 January Balance Date and its full year Results Announcement is due 1 April 2022 (**2022 Full Year**). NZK had announced on 1 February 2022 that it is suffering from higher-than-expected fish mortality and reduced the guidance of its 2022 Full Year proforma EBITDA to a revised range of \$6.5m to \$7.5m.
3. Given the impacts of COVID-19 in the period since NZK's 1 February 2022 announcement (including staff at NZK and its audit provider testing positive or otherwise being directly impacted by COVID-19), NZK is experiencing challenges in finalising its Results Announcement in respect of the 2022 Full Year, particularly in relation to the monitoring, assessing and reporting on post-balance date events.
4. NZK advised NZ RegCo on 18 March 2022 that it expects it will not be able to release its full year Results Announcement by 1 April 2022.
5. NZK sought a waiver from Rule 3.5.1 to the extent that it would otherwise have to release a Results Announcement through MAP no later than 60 days after the end of its financial year.

Appendix Two

Part A - Definitions

Results Announcement means an announcement with the applicable information specified in Appendix 2 and such additional content as may be prescribed by NZX from time to time.

Periodic disclosure – Equity and Debt Securities

3.5 Results Announcement

- 3.5.1 Subject to Rule 3.5.3, each Issuer of Quoted Equity Securities or Quoted Debt Securities must release a Results Announcement through MAP no later than 60 days after the end of each financial year or half year.
- 3.5.2 A Results Announcement for a full financial year may be made before, or together with, the release of an annual report.
- 3.5.3 If an Issuer is required to consolidate the financial results of another Listed Issuer, it may make its Results Announcement up to 5 Business Days after the earlier of the release of the other Listed Issuer's Results Announcement and the timeframe required by Rule 3.5.1.