



4 March 2022

## **Z ENERGY LIMITED – NOTICE OF INTENDED ACQUISITION OF SHARES**

Prior to the implementation of the Scheme of Arrangement under which it is proposed that Ampol acquire all of the shares of Z Energy Limited (Z), Z intends to acquire certain of its own shares in accordance with section 60(1)(b)(ii) of the Companies Act 1993 (the Act).

The shares that Z intends to acquire are those that have been forfeited by various participants in Z's Restricted Share Long Term Incentive (RSLTI) Plan (*Forfeited Plan Shares*). The shares are currently held by the trustee of the RSLTI Plan, Z Energy LTI Trustee Limited (*Trustee*). Under the terms of the Scheme Implementation Agreement with Ampol, Z is required to ensure that all of the Forfeited Plan Shares currently held by the Trustee are transferred to Z and cancelled for no net monetary consideration.

The details of the proposed acquisition are:

- Number and class of shares to be acquired: up to 199,125 ordinary Z shares
- Period over which the shares may be acquired: 10 March 2022 – 31 March 2022

The Forfeited Plan Shares will be cancelled immediately upon acquisition by Z. A disclosure notice in respect of the acquisition of the Forfeited Plan Shares was distributed to shareholders on 24 February 2022 in accordance with section 62(5) of the Act.

This notice has been given in accordance with NZX Listing Rule 4.14.2. Following any acquisition of shares, Z will give further notice confirming the details of the acquisition in accordance with NZX Listing Rule 3.13.1.

  
Debra Blackett  
General Counsel and Chief Governance Officer