



NEW ZEALAND'S EXCHANGE
TE PAEHOKO O AOTEAROA

Notice of issue of Performance Rights under the NZX Long Term Incentive Plan

This notice is given under NZX Listing Rule 3.13.1 and relates to the issue of Performance Rights to the Chief Executive Officer, Mark Peterson, under NZX's Long Term Incentive Plan. If the Performance Rights vest (based on certain vesting conditions, including the achievement of a performance hurdle) the holder may exercise an option to acquire ordinary shares in NZX Limited.

Section 1: Issuer information	
Name of issuer	NZX Limited
NZX ticker code	NZX
Class of financial product	Performance Rights, each representing an entitlement (upon vesting) to acquire an ordinary share in NZX Limited
ISIN (If unknown, check on NZX website)	N/A (the ISIN of NZX's ordinary shares is NZNZXE0001S7)
Currency	N/A
Section 2: Capital change details	
Number issued/acquired/redeemed	550,449 Performance Rights
Nominal value (if any)	N/A
Issue/acquisition/redemption price per security	Nil – Performance Rights are issued under the Plan for no consideration
Nature of the payment (for example, cash or other consideration)	N/A
Amount paid up (if not in full)	N/A
Percentage of total class of Financial Products issued/acquired/redeemed/ (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence) ¹	11.16% of Performance Rights on issue (if these Performance Rights vest and are exercised, this would equate to 0.20% of the ordinary shares of NZX Limited currently on issue).
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	<p>Issue of Performance Rights pursuant to the NZX Long-Term Incentive Plan. The Performance Rights give the holder the option to acquire ordinary shares in NZX Limited, which may be exercised if the Performance Rights vest.</p> <p>The Performance Rights will vest if NZX meets a performance hurdle in respect of its total return to shareholders, and on the holder remaining an employee of NZX for the duration of the three-year vesting period (which ends on 6 April 2024).</p> <p>There is a cap of \$5 million on the value of Performance Rights that</p>

¹ The percentage is to be calculated immediately before the issue, acquisition, redemption or Conversion.

	<p>are able to vest. The value of the Performance Rights that vest under the previous grant made to Mr Peterson will also count towards this cap (i.e. so that the maximum value across both grants is \$5 million).</p> <p>There is no amount payable by the holder either on the grant of the Performance Rights or in relation to the issue of ordinary shares if those Performance Rights vest and are exercised.</p>
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	Issue of Performance Rights pursuant to NZX's Long Term Incentive Plan. Board resolution dated 10 September 2021 and permitted by NZX Listing Rule 4.6.1.
Total number of Financial Products of the Class after the issue/acquisition/redemption/Conversion (excluding Treasury Stock) and the total number of Financial Products of the Class held as Treasury Stock after the issue/acquisition/redemption.	5,484,403 Performance Rights. There is no treasury stock.
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	N/A
Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made	Board resolution dated 10 September 2021 and permitted by NZX Listing Rule 4.6.1.
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	As above. Any ordinary share issued on the vesting and exercise of the Performance Rights will be credited as fully paid up and rank equally in all respects with the other ordinary shares of NZX Limited.
Date of issue/acquisition/redemption	13 September 2021
Section 3: Authority for this announcement and contact person	
Name of person authorised to make this announcement	David Glendining Head of Communications
Contact person for this announcement	David Glendining
Contact phone number	T: 09 375 9866 M: 027 301 9248
Contact email address	david.glendining@nzx.com
Date of release through MAP	13 September 2021