

3 June 2025

2025 Annual Shareholders' Meeting Presentation and Addresses

AUCKLAND, 3 June 2025: NZME Limited (NZX: NZM, ASX: NZM) ("NZME") attaches the Chairman of the Meeting and Chief Executive Officer's addresses and presentation to be delivered at the Annual Shareholders' Meeting today. The meeting is being held in the NZME iHeart Lounge at 2 Graham Street, Auckland and online, commencing at 2:00pm (NZT).

ENDS

Authorised by the NZME Board.

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CHAIRMAN'S ADDRESS: BARBARA CHAPMAN

Kia ora, hello everyone and welcome to New Zealand Media and Entertainment's Annual Shareholders' Meeting 2025.

My name is Barbara Chapman, and I am the Chairman of the NZME Board.

At the outset I'd like to thank our shareholders for your forbearance as we worked through the matters that caused us to delay this year's ASM. As you will be aware, in the lead up to the original Meeting date the Company received a number of shareholder proposals and director nominations, some of which were amended over a short period of time. In the interests of enabling all shareholders to properly consider these proposals and nominations, we made the decision to delay the meeting to today.

So, thank you for your patience and a very warm welcome to many of our valued shareholders who are joining us here in person today, and to those who are joining us online through our virtual platform provided by our share registrar, MUFG Pension and Market Services.

Shareholders here in person can vote in the room today, and shareholders can also vote and ask questions online. If those who are joining us online would like to submit questions, please do so as soon as you can to allow us to answer them at the appropriate time during the meeting. You can do this by clicking 'ask a question' within the online platform, selecting the item of business, typing your question and click 'submit'. We will also open the floor to questions from shareholders joining us here in person.

I will provide you with further instructions on questions as we come to that part of the meeting. For those shareholders joining us online, if you have any issues, please refer to the virtual annual meeting online portal guide or you can phone the helpline on 0800 200 200 or +64 9 967 7751 if calling from overseas.

Agenda

The purpose of this meeting is to cover the Company's performance over the financial year ending December 2024, share some progress on our strategy and initiatives, and provide a trading update. Further on in the meeting we will address the required governance matters through voting on four formal resolutions, and then we will open up to general business.

Today I'm going to firstly share some high-level financial results from NZME's 2024 financial year before speaking about our strategic priorities and three recent initiatives which further support our strategy.

I'd also like to share some highlights about how the business has evolved over the past five years, the high levels of engagement in our team, and touch on our strong capital management performance despite the economic challenges that have impacted the wider media industry both globally and locally.

Michael Boggs will then cover the financial results in more detail and speak about the progress we are making on our three-year strategy, as well as providing an outlook on the remainder of the year.

After that, as mentioned earlier, we will proceed to voting on the resolutions as set out in the Notice of Meeting you will have received. We are proceeding on the basis that these have been read. Sussan Turner, Steven Joyce and James Grenon will be speaking to their nominations, and you will be able to ask them questions at that time.

And then finally, we will turn to the General Business section of the meeting. Shareholders and proxy holders will be able to ask further questions when we get to that point.

Voting on all resolutions will be conducted by way of a poll.

NZME Board members

I would now like to introduce you to our NZME Board members, all of whom are here today. We have:

- Carol Campbell
- Sussan Turner
- And Guy Horrocks

I would also like to introduce:

- Michael Boggs, Chief Executive Officer
- Genevieve O'Halloran, General Counsel and Company Secretary

I would like to welcome Steven Joyce who the NZME Board is collectively supporting to join the Board as a new Director and as our proposed new Chairman. If elected to the Board by shareholders the directors intend to hold a Board meeting immediately after this ASM to appoint Steven as Chairman.

I also welcome director nominee Jim Grenon, who the Board is also collectively supporting to join the Board as a new Director.

NZME's Executive team is also here today, along with our legal advisors, Bell Gully, and our auditors, PwC.

The Company Secretary has confirmed to me that the Notice of Meeting has been sent to shareholders and other persons entitled to receive it. I have also been advised that we have a quorum present. On that basis, I formally declare the meeting open.

Proxies have been appointed for the purposes of this meeting in respect of approximately 111,954,913 shares, representing 59.58% of the total number of shares on issue.

My fellow directors and I intend to vote all discretionary proxies we have received in favour of the Resolutions as set out in the Notice of Meeting.

The Financial Statements for the 12 months to 31 December 2024, together with the Auditor's Report, are set out in the Company's Annual Report, which has previously been distributed to shareholders, and we will address any questions on the Financial Statements in the General Business section at the end of this meeting.

There will be a recording of today's meeting made available on our website following the conclusion of the meeting.

Three strategic priorities

Despite the tough environment, NZME continues to make progress on our 2023 three-year strategic priorities, which are:

- For OneRoof to be your essential property platform.
- For NZME to be number one in audio.
- And to be New Zealand's Leading News Destination.

Media is about audiences – how we reach them, engage them, and monetise them. Within that context NZME's strategic focus has digital transformation at its heart, and over the past year we have continued to innovate and invest in digital products, enhancing customer experiences, putting our audiences first and leveraging emerging technologies to grow our competitive advantage. This gives us a solid foundation for future growth.

But while digital audiences and revenue continue to grow in importance, our print and terrestrial radio platforms remain hugely valuable for both our audiences and advertisers. Our integrated approach, which sees our digital and traditional channels complement each other, means we can leverage the strengths of all our platforms to provide the best possible offering to our diverse audiences and advertisers across the country, despite continued challenges across the media industry.

2024 performance

NZME made good progress on our strategic transformation in the 2024 financial year.

Pleasingly, operating revenue increased by 2 percent to \$345.9 million from the prior year. This was a good outcome given the challenges facing the advertising market in New Zealand.

NZME's Operating Net Profit After Tax (NPAT) was \$12.1 million. However, we reported a Statutory Net Loss after Tax of \$16 million due to a non-cash impairment adjustment of \$24 million, being the write down of masthead assets.

Operating Earnings Per Share (EPS) were 6.5 cents per share.

Operating free cash flow of \$11.3 million reflected lower earnings and higher capital expenditure in comparison to 2023.

\$16.8 million was distributed to shareholders during the year.

The Board declared a fully imputed final dividend of 6.0 cents per share, consistent with the year prior, which was paid to shareholders on 31 March.

Michael will provide further information on the financial results and an update on the outlook in his address.

Recent areas of focus

In February we announced three new initiatives:

The first was OneRoof value realisation. OneRoof continues to be a very strong performer with significant future growth potential and NZME is committed to continuing to accelerate its growth. We have commenced an independent strategic review of the OneRoof business, which will look at a number of opportunities to realise its full potential in delivering value for shareholders and an update will be provided at NZME's half year results.

The second was in relation to recruiting additional specialists from a governance perspective. As well as the NZME Board supporting the nominations of Steven Joyce and Jim Grenon today, it is also proposed that Mr Bowen Pan, a technology and marketplace expert, will be appointed as a director by the Board after this meeting. An editorial advisory board will also be established to assist and advise the editorial team.

And our third new initiative has focused on setting a new tone for New Zealand and our newsroom team across the country has done a fantastic job with the "On the Up" editorial campaign, using the power of journalism to showcase people, organisations and businesses achieving great things or overcoming the odds. This, coupled with the very recent launch of our "Herald Now" breakfast show hosted by Ryan Bridge, will bring new audiences and opportunities for NZME in the future.

The business has evolved

I'd now like to move on to some key highlights across NZME over the past five years which demonstrate just how much the business has evolved, despite challenging economic conditions.

Firstly, NZME reaches nine in every 10 Kiwis across our audio, publishing and digital platforms – a phenomenal number of people. Through our digital transformation strategy, we are continuing to focus on innovating, adapting quickly to changing audience preferences and offering new products to expand on that reach.

OneRoof continues to go from strength to strength, delivering significant year-on-year growth, with digital revenues increasing by an average of more than 40% per year over the last five years.

NZME remains in the top 10% of media companies globally for employee engagement through our Employee Net Promoter score. This metric assesses employee job satisfaction and how likely it would be for a staff member to recommend NZME as a place to work.

Finally, disciplined capital management has enabled us to reduce net debt by more than \$50 million since 2019 whilst also returning over \$80 million to shareholders in that time.

This has all been delivered against the backdrop of a global pandemic, pressure on operating costs, a high-interest rate environment, and a slow economic recovery leading to challenges for businesses and consumers. I'm proud of what has been achieved to ensure NZME can continue to evolve and is well positioned for future growth.

Closing remarks

In closing, NZME maintains a well-defined strategic direction prioritising digital transformation and forward-thinking initiatives, ensuring the company is positioned for long-term success.

I'm highly confident that the business is in a strong position and will be able to take advantage of improvements as industry conditions stabilise.

To our valued shareholders, on behalf of our Board thank you for your continued investment in our vision.

I want to acknowledge our Board members for their exceptional contributions and steadfast dedication. Thank you all for your support of me as Chair, and I wish the new board well. I would also like to thank David Gibson for his tenure and contribution to the NZME Board.

Michael Boggs, NZME's executive leadership team, and the whole NZME team across the country - thank you for everything you bring, every day, and for your determination to keep Kiwis in the know.

And lastly, to our clients, business partners and audiences throughout New Zealand, thank you for your ongoing engagement and support of NZME.

I'll now invite Michael to present his Chief Executive's address.

Michael, over to you.

CHIEF EXECUTIVE OFFICER'S ADDRESS: Michael Boggs

Thank you, Barbara and good afternoon, everyone.

Thank you to those joining us today, whether it is here in person at our NZME Auckland Central office or online.

Results summary

Overall, despite the challenges across the market, NZME continued to make good progress towards our strategic targets.

Operating Revenue improved by 2 percent year on year driven by strong digital advertising revenue growth for our OneRoof and Audio businesses.

One of the key highlights for the year was the 51% growth in OneRoof's digital revenue year on year. This certainly demonstrates the strong potential for growth of our real estate business, and we are focused on realising the full potential of that business. We expect to provide a further update for shareholders at our half year results.

Operating EBITDA for 2024 was \$54.2 million which was lower than the prior year reflecting a challenging operating environment particular during both the second and third quarters of the year.

As Barbara mentioned, we reported a Statutory Net Loss After Tax of \$16 million. This included a non-cash impairment adjustment of \$24 million to the value of non-amortising intangible assets. These intangible assets primarily represent the values ascribed to masthead assets at a time when the earning potential of mastheads was much greater.

Our operating free cash flow reflects lower earnings and a higher capital spend for the year.

Net debt is in the middle of the target leverage range at \$24.1 million.

The ongoing challenges across our industry led to a number of organisations in the media industry making large scale changes last year or, in some cases, closing parts of their operations. NZME responded to these challenges with the closure of its community newspaper products and a number of staffing reductions across the business. We remain focused on growing overall revenues while minimising costs.

Attracting New Zealand audiences like no other

NZME offers a unique portfolio of platforms and brands which attract Kiwi audiences like no other, reaching 9 out of every 10 Kiwis via our OneRoof, Audio and Publishing platforms.

This slide highlights the significant audiences reached across the country via each of our platforms.

The audiences from the traditional platforms of print and terrestrial radio are shown at the top number for each box with the digital audiences shown in the lower half of each box.

NZME's overall audience reach across New Zealand is 3.5 million people.

Digital transformation continues

NZME's digital transformation strategy continues to result in a changing mix of revenue across our different business units, which you can see in this slide.

With 2.5 million Kiwis engaging with NZME's digital platforms, digital revenue has grown to \$103 million. Digital revenue now represents 31% of NZME's total advertising revenue, more than double the portion of digital revenue in 2019.

We are focused on delivering digital growth across each of our three strategic pillars of OneRoof, Audio and Publishing.

Importantly, these charts also highlight the strength of traditional media such as our print and broadcast radio channels, and the huge financial contribution they continue to make across our business.

Our digital first strategy is focused on continuing our market leading digital transformation in order to deliver value to our shareholders.

Let's now turn to each of our business divisions.

OneRoof

Firstly, OneRoof where our strategic focus is on it being your essential property platform.

Here you can see our three priorities within the OneRoof business – to have superior listings experience and performance, to grow listings revenue and to accelerate OneRoof's non-listings portfolio.

OneRoof's listings performance has continued to improve. Strong audience growth enabled us to deliver a 32% increase in listing enquires year on year.

The majority of OneRoof digital revenue is generated by listings being upgraded on the OneRoof property portal. During the year we saw a 44 percent increase in the number of listings being upgraded versus the prior year.

We are also focused on accelerating OneRoof's non-listings revenue portfolio. This portfolio includes sponsorship and general advertising revenues. This has seen our digital advertising revenue up by 60 percent.

The strength of the OneRoof platform, and its overall performance, saw OneRoof deliver an EBITDA improvement of \$4 million over the year prior. This was in line with our strategy to deliver profitability in the OneRoof business during 2024.

Audio

Now moving on to our Audio division, which includes our many radio stations, our digital audio platform iHeartRadio and our leading podcast network.

Our strategic focus is to be number one in audio.

We want to create the most listened to and loved content across all our audio brands. For more than 17 years, our Newstalk ZB station has been the number one commercial radio station. It, along with our ZM music station attract the most breakfast listeners in the country.

NZME has a wide portfolio of brands and talent. We leverage these to deliver customer solutions and to drive brand engagement. Our integrated digital and broadcast campaigns across our portfolio grew by 11% year on year.

We are also focused on growing podcast engagement and monetisation. Our podcast revenue increased by 67 percent year on year and is a key driver of our digital audio revenue growth. We see significant further potential across our digital and podcast networks.

Publishing

Now we will move on to our Publishing division, which has a strategic focus to be New Zealand's leading news destination.

We are focused on having a scalable digital audience and advertising news platform. Pleasingly, based on Nielsen's ratings, The New Zealand Herald was New Zealand's most visited news app last year. We are continuing to improve the functionality and experience of the app.

Expert journalism is at the heart of growing subscriber lifetime value, and I am pleased to say our digital subscriptions continued to grow last year. They increased by 16% year on year in what has been a difficult environment for our subscribers.

Our print products are valuable and we must maintain a high quality and efficient print business. Pleasingly, The New Zealand Herald is ranked the number one newspaper every day of the week.

The business of journalism

To maximise audiences and overall profitability, we must balance free and premium stories across the New Zealand Herald platforms.

In 2024 our top ten free stories delivered 5.2 million page views. This important but free audience delivered 59 percent, or \$36 million of our New Zealand Herald digital advertising revenue.

This compares to our top ten premium stories which achieved a smaller 800 thousand page views. Our premium subscribers generated 41 percent, or \$25 million of New Zealand Herald's digital subscriptions and advertising revenue.

Looking ahead

Let me now provide some context around how we're viewing the trading environment and provide a trading update.

Unfortunately the market remains volatile and economic commentators have softened their outlook from what was expected earlier in the year.

On the left hand side you can see business confidence trended upwards in the second half of 2024, but is now reversing that trend, including a recent drop of 12 points in May's ANZ Business Outlook survey, which was released last week. Consumer confidence remains subdued and also fell 5 points.

On the right, the consumer price index rose to 2.5 percent during the first three months of 2025 with businesses and households expecting higher price increases than had previously been anticipated. Despite this, underlying inflation continues to fall.

House prices are expected to recover through this coming year. But again, this recovery is later than predicted even as recently as back in February this year.

Pleasingly, the economy is showing signs of recovery and lower interest rates are supporting overall economic activity. However, the market is not improving as much as we originally expected – it remains volatile and therefore we are taking a cautious yet optimistic approach.

Trading update

The first four months of 2025 have delivered a higher Operating EBITDA than 2024.

A number of cost reduction initiatives have been completed in the first half of this year and are expected to deliver annualised savings of \$12 million.

These cost reduction initiatives include the \$4 million previously announced relating to our refreshed newsroom operating model.

However, the restructuring costs relating to these cost reduction initiatives are not reflected in our 2025 year to date Operating EBITDA figure.

While the market outlook remains uncertain, the first four months of trading combined with our cost savings initiatives see us well placed to deliver improved operating results for 2025.

Closing remarks

In closing, I want to say a big thank you on behalf of myself and the Executive team to our dedicated team throughout NZME.

Despite the challenges for our industry, our team has remained unwavering in executing our strategic vision, which has led to several encouraging results.

We have maintained a strong competitive position relative to our media industry peers in what continues to be a very competitive environment.

A big thanks also to our shareholders for your continued confidence in NZME and our audiences and advertising customers who consistently choose our platforms and services.

My sincere thanks also to the NZME Board for their guidance and support throughout this period.

I would also take the time to thank our outgoing Chair, Barbara Chapman. Barbara has been a huge support to me in her time at NZME and I have greatly appreciated her leadership, wisdom, strategic insight and unwavering confidence in our business.

She has guided our organisation through some challenging times. Her collaborative approach and trusted counsel have been significant.

On behalf of everyone at NZME, Barbara, thank you for everything you have done for NZME.

Thanks everyone. I look forward to answering any questions shareholders may have during the general business portion of today's meeting and to chatting with you all at the conclusion of the meeting.

I will now hand you back to Barbara.