



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:

WasteCo Group Limited (Company)
18-Mar-25
18-Aug-23

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:

Nigel Warren Franklin
WasteCo Group Limited
N/A
Chief Financial Officer

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

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

Options to acquire ordinary shares
Legal 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:

1,500,000 options to acquire ordinary shares in WCO (Options)
14,000,000 Options
Nigel Warren Franklin
N/A

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

Type of affected derivative:
Class of underlying financial products:

N/A
N/A

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:

N/A
N/A
N/A
N/A
N/A
N/A

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:

N/A
N/A

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:
<div></div>
Nature of transaction:
Name of any other party or parties to the transaction (if known):
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:
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>
Whether relevant interests were acquired or disposed of during a closed period:
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:
Date of the prior written clearance (if any):

Summary of other relevant interests after acquisition or disposal:

Class of quoted financial products:
Nature of relevant interest:
<i>For that relevant interest,-</i>
Number held in class:
Current registered holder(s):
<i>For a derivative relevant interest,-</i>
Type of derivative:

Details of 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's specified terms (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:
<i>For that derivative relevant interest,-</i>
Parties to the derivative:

11-Mar-25	<p>Issue of Options to acquire ordinary shares in WCO pursuant to an option agreement between Nigel Warren Franklin (Option Holder) and the Company dated on or about the date of this disclosure notice. Subject to the continuous employment or engagement of the Option Holder with the Company or a subsidiary, one third of the Options available to the relevant Option Holder will vest in the Option Holder on the issue date, with the remaining two tranches (each one third of the Options) vesting on each anniversary of the issue date. If the Option Holder ceases to be employed by or provide services to WasteCo or a subsidiary (other than due to death or permanent disability) then all Options that have not vested, and all Options that have vested by have not been exercised, as at that date will be cancelled without compensation. If the Option Holder ceases to be employed by or provide services to WasteCo or a subsidiary (by reason of death or permanent disability, then all Options that have not vested as at that date will be cancelled without compensation, but any Options that have vested as at that date but have not been exercised must be exercised prior to the 30 days after that date, and any Options not exercised in that period will lapse. Options must be exercised within 3 years of the relevant vesting date, unless the option holder ceases to be an employee of, or provide services to, WasteCo or a subsidiary as a result of death or permanent disability in which case all Options that have vested must be exercised within 30 days of the date on which the Options ceases to be employed or engaged, as above.</p>
	N/A (Options issued by WCO)
	Options are issued for nil consideration. Cash consideration of NZ\$0.0233 per share is payable on exercise of the Options.
	12,500,000 Options to acquire ordinary shares.

No
N/A
N/A

N/A
N/A

N/A
N/A

N/A

[illegible]

If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:

N/A

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: 18 March 2025

or

Signature of person authorised to sign on behalf of director or officer:

Date of signature:

Name and title of authorised person: