

## Disclosure of change in nature of relevant interest

### *Section 24, Securities Markets Act 1988*

**Relevant event being disclosed:** Change in the nature of relevant interest

**Date of relevant event:** 28 February 2011

**To:** NZX Limited

**And:** NZX Limited

**Date this disclosure made:** 28 February 2011

**Date last disclosure made:** 28 December 2007

#### **Substantial security holder(s) giving disclosure**

**Name(s):** Mark Rhys Weldon (CEO and Director of NZX) (beneficial interest), Tane Nominees Limited (holder of legal title to the restricted shares).

**Contact details:** Abigail Little (Company Secretary), (ph) 04 496 2886, (email) Abigail.little@nzx.com

#### **Summary of substantial holding to which disclosure relates**

Please note this disclosure only relates to restricted shares held by Tane Nominees Limited in connection with the 2007 CEO Share Plan in which Mr Weldon has a beneficial interest.

**Class of listed voting securities:** NZX restricted shares issued pursuant to the terms of the 2007 CEO Share Plan.

**Summary for:** Mark Rhys Weldon

For **this** disclosure,—

- (a) **total number held in class:** 896,264
- (b) **total in class:** 1,803,346
- (c) **total percentage held in class:** 49%

For **last** disclosure,—

- (a) **total number held in class:** 349,657 (please note, prior to share split and various capital management actions).
- (b) **total in class:** 349,657 (please note, prior to 2009 share split, rights issue and various capital management actions).
- (c) **total percentage held in class:** 100%

#### **Details of transactions and events giving rise to relevant event**

**Details of the transactions or other events requiring disclosure under the instructions to this form:** Pursuant to the terms of the 2007 CEO Share Plan, 896,264 restricted shares qualified on 28 February 2011.

On qualification, Mr Weldon acquired the power to acquire or dispose of, or to control the acquisition or disposition of those restricted shares in terms of section 5 (1) d. of the Securities Markets Act 1988.

**Date of event:** 28 February 2011.

**Details of relevant interests in substantial holding after relevant event**

Details for: Mark Rhys Weldon (CEO and Director of NZX) (beneficial interest), Tane Nominees Limited (holder of legal title to the Shares).

**Nature of relevant interest(s)**

Mr Weldon has acquired the power to acquire or dispose of, or to control the acquisition or disposition of those restricted shares.

Tane Nominees Limited will continue to hold legal title to the 896,264 shares that have qualified, until such time as they are transferred to, or at the direction of, Mr Weldon.

For that relevant interest,

- (a) **number held in class:** 896, 264
- (b) **percentage held in class:** 49%
- (c) **current registered holder(s) of securities:** Tane Nominees Limited
- (d) **registered holder(s) of securities once transfers registered:** Mark Rhys Weldon (unless otherwise directed)

**Additional information**

**Nature of connection between substantial security holders:** N/A [*names and nature of connection*]

Address(es) of substantial security holder(s): C/- Level 2, NZX Centre

11 Cable Street

Wellington 6011

**Name of any other person believed to have given, or believed to be required to give, a disclosure under the Act in relation to the securities to which this disclosure relates:** N/A

**Declaration**

I, Abigail Jane Little, declare 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.