

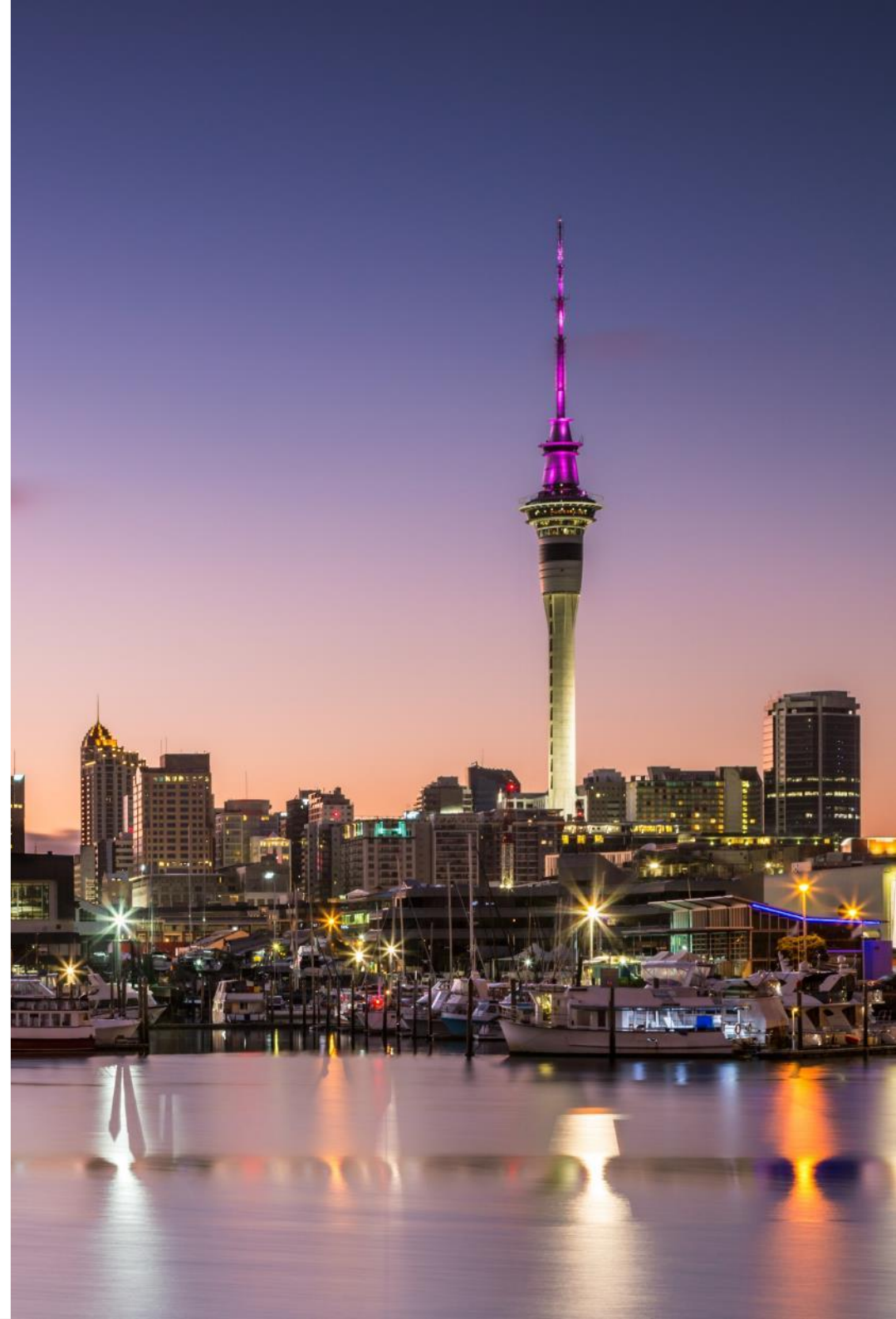
NZ RegCo

NZ'S LISTED
MARKET REGULATOR

Authorised Representatives & Issuer Training Modules

Chris Juchnowicz – Head of Issuer Regulation

13.06.2024



NZ RegCo Strategic Objectives

SO1: Compliant markets

We support a compliant NZX markets eco-system, through oversight and enforcement action

SO2: Market development and structure

We promote regulatory settings that support market integrity and the ongoing development of NZX's markets and product suite

SO3: Regulatory empowerment

We provide tools and support that enable issuers and participants to meet their NZX obligations efficiently and effectively

SO4: Staffing and capabilities

We attract, develop and retain the employees and capabilities needed to advance our objectives and deliver on our vision and purpose

NZ RegCo teams



Four teams: Issuer Regulation, Market Conduct, Participant Compliance, and Surveillance

Issuer Regulation regulates NZX listed entities (Issuers) with a focus on transactions, applications, waivers, rulings.

Market Conduct focuses on investigations and enforcement in accordance with our *Approach to Enforcement*. Market Conduct engages with the market with a focus on compliance and best practice.

Participant Compliance regulates NZX accredited brokers (also known as “Participants”)

Surveillance monitors price movements, trading volumes, market releases (on NZX and other exchanges) and other media information to ensure trading on NZX’s markets remains fair, orderly and transparent.

Surveillance refers matters relating to misconduct prohibited under the FMCA (such as potential insider trading or market manipulation) to the Financial Markets Authority for investigation and action, if appropriate.

Authorised Representatives



Two Authorised Representatives



Each Issuer must appoint a **Primary Authorised Representative** (to act as a point of contact for the Issuer on matters relating to the Issuer's Listing Rule obligations), and a **Secondary Authorised Representative** (who can be contacted in the event that the Primary AR is uncontactable)

Must be appointed by 24 July 2024
using the prescribed form

Authorised
Representatives act as
a designated point of
contact for NZX and NZ
RegCo to engage with
an Issuer on operational
and regulatory matters

Employee, officer, or director

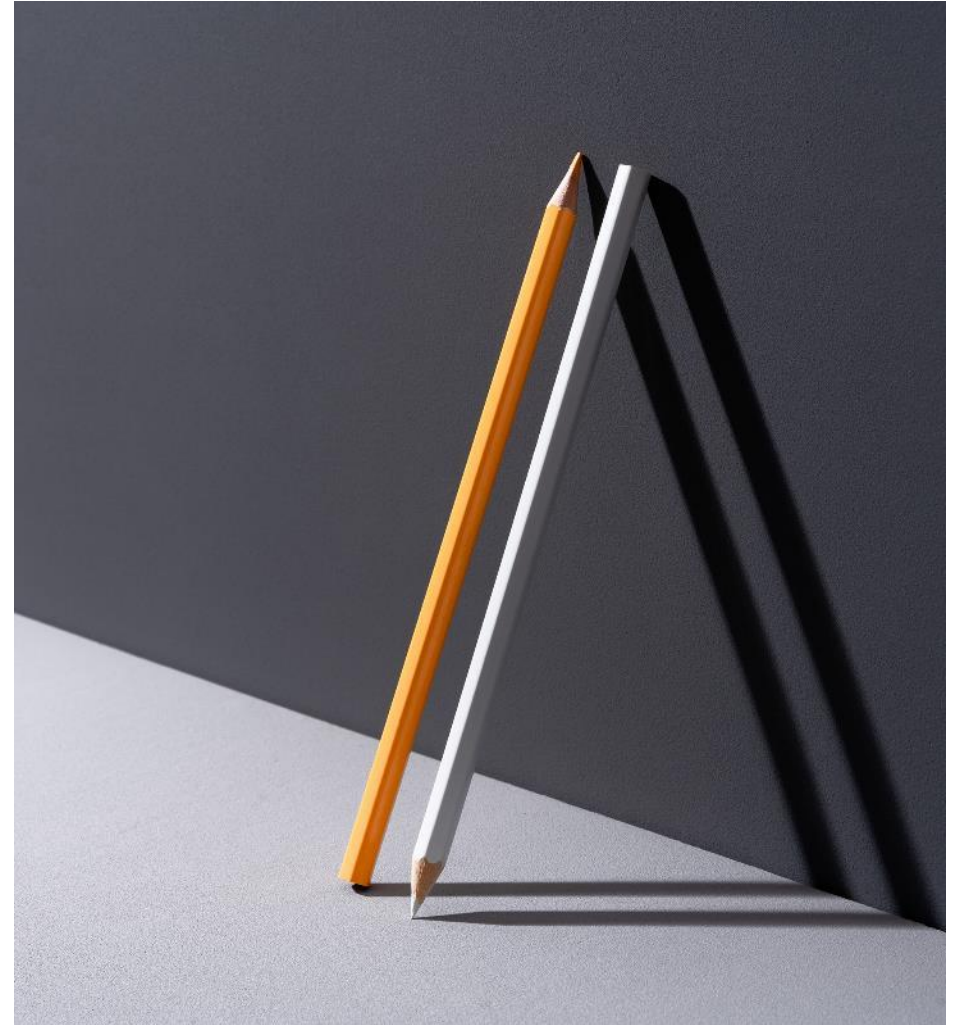
The Primary Authorised Representative must:

- be a person who possesses a high degree of familiarity with the operations of the Issuer, and
- has ready access to management and the Issuer's Board in respect of Listing Rule compliance.



MAP & other obligations

- MAP users do not need to be an Authorised Representative
- Issuer and Board responsible for Listing Rule compliance



Prescribed form

Authorised Representative submission form

I would like to:

Appoint a new Authorised Representative for an existing listed issuer

Update details for an existing Authorised Representative

Replace an existing Authorised Representative

Appoint a new Authorised Representative for a listing applicant

Prescribed form

Please review the completed information you are about to submit

Issuer(s): NZX Limited

First Name: Webinar

Last Name: Example

Job Title: Example

Email: Example@nzx.com

Mobile number: 123456789

Landline number: 987654321

Authorised Representative role: Primary Authorised Representative

Effective date of appointment: 2024-06-04

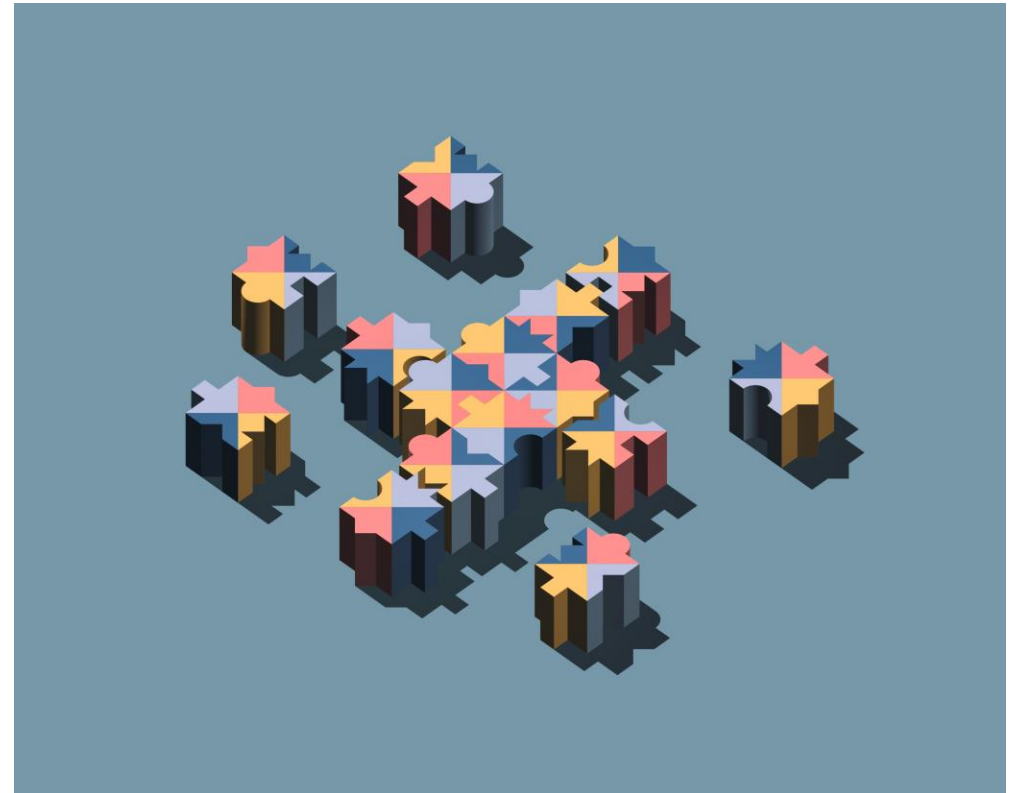
Changes of appointee or contact details

If a new Authorised Representative is appointed the Issuer must notify NZX

Must notify NZX of changes to the contact information for Authorised Representatives

If an Authorised Representative is unavailable for a consecutive period of more than 3 months, must appoint a new Authorised Representative

Notification is via the prescribed form



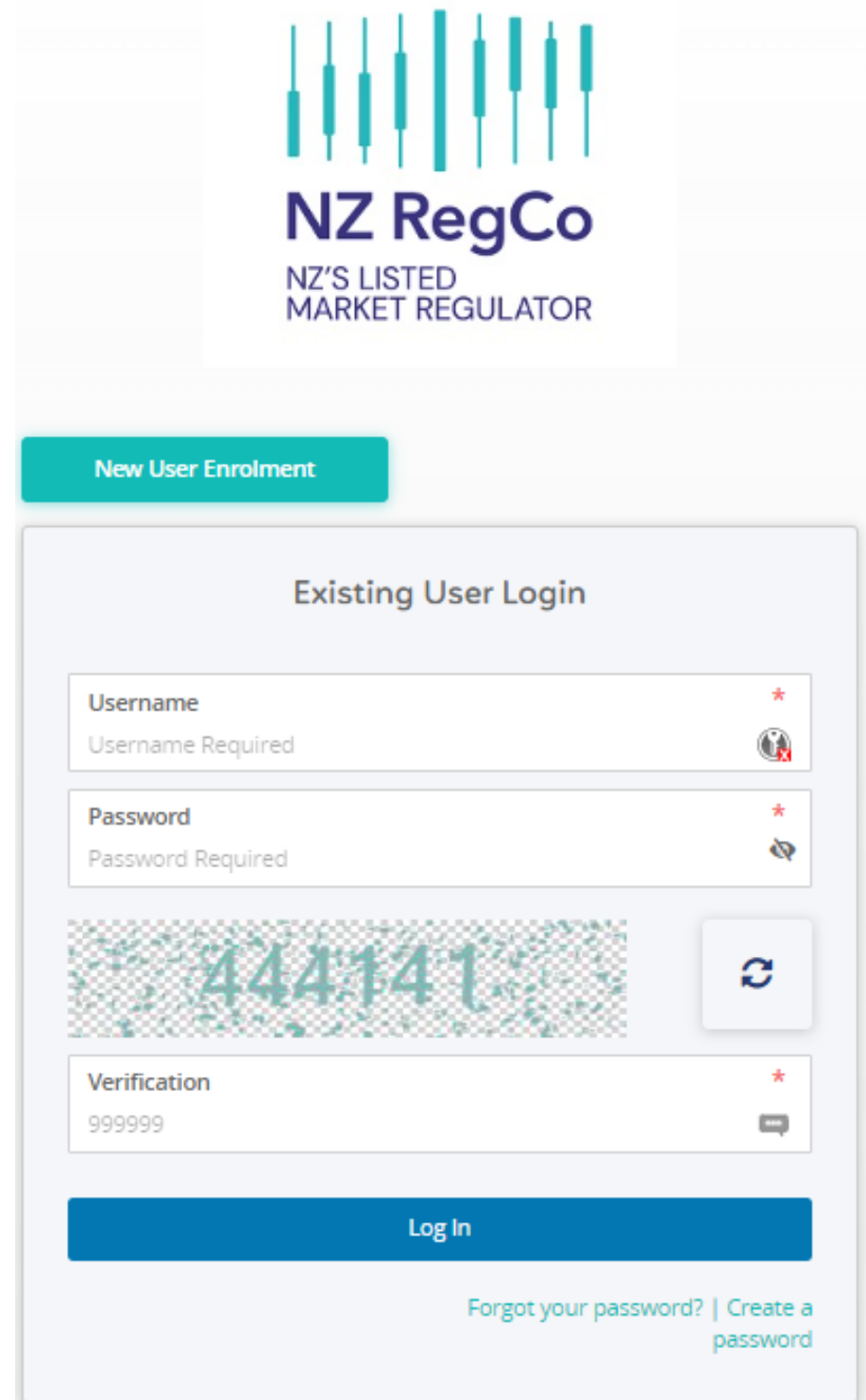
Issuer Training Modules



Safetrac learning environment

www.nzx.com/regulation/issuer-training-modules

Username is the email used to enrol



The image shows a screenshot of the NZ RegCo login interface. At the top, the NZ RegCo logo is displayed, featuring a stylized bar chart with teal bars of varying heights. Below the logo, the text "NZ RegCo" is written in a bold, dark blue font, with "NZ'S LISTED MARKET REGULATOR" in a smaller, dark blue font underneath. A teal button labeled "New User Enrolment" is positioned to the left of the main login area. The main login area is a light blue box with the heading "Existing User Login". It contains three input fields: "Username" with a red asterisk and a user icon, "Password" with a red asterisk and a lock icon, and "Verification" with a red asterisk and a speech bubble icon. The verification field contains the number "444141" and a refresh button. A large blue "Log In" button is at the bottom of the form. Below the button, there are links for "Forgot your password?" and "Create a password".

NZ RegCo
NZ'S LISTED
MARKET REGULATOR

New User Enrolment

Existing User Login

Username *
Username Required

Password *
Password Required

444141

Verification *
999999

Log In

[Forgot your password?](#) | [Create a password](#)

Listing Rule requirements

Primary authorised representatives for primary listed equity issuers must complete the eight Safetrac modules and pass the tests by 24 January 2025

Refresh training every three years
(to be completed within six months of the third anniversary of last completing the training modules)



New user registration

Registration

Personal Details

First Name *

*

Last Name *

*

Email Address (Username) *

*



Password *

*

Are you an employee or director of a NZX listed issuer? *

*

Yes No

Are you, or will you become, an Issuer's Authorised Representative under the NZX Listing Rules? *

*

Yes No

Company/Issuer *

*

-- Select --

Other information to provide NZ RegCo:

//



Verification *






*

999999



Next

Five modules are available

-  Dashboard
-  My Training
-  My History
-  My Profile
-  New User Enrolment

Search

Show 10 ▼

Name	
Continuous Disclosure for NZX Issuers	Enrol
Financial Reporting and Other Event Based Disclosure	Enrol
Issuing Securities and Raising Capital	You have been enrolled into th
Shareholder Meetings for NZX Issuers	Enrol
Trading Halts and Suspension	Enrol

Three modules in development

Regulatory Landscape for NZX Listed Issuers	Information on NZX and NZ RegCo, including a summary of various matters NZX listed issuers should be aware of	Available June 2024
Corporate Governance	Key corporate governance requirements under the NZX Listing Rules, and the NZX Corporate Governance Code	Available August 2024
Major and Related Party Transactions	Overview of major and related party transactions including information issuers should include in a notice of meeting	Available Q3 2024

Issuer Training Modules – Issuing Securities and Raising Capital

0% COMPLETE

- ☰ Part 1: Overview of Issuing Securities as a NZX Listed Equity Issuer
- ☰ Part 2: Disclosure Requirements When Raising Capital
- ☰ Part 3: Shareholder Approval When Issuing Securities
- ☰ Part 4: Template Disclosures Under the Listing Rules
- ☰ Part 5: Other Matters Related to Issuing Securities as a Listed Issuer
- ☰ Part 6: Further Information Is Available
- ☰ Conclusion

Part 1: Overview of Issuing Securities as a NZX Listed Equity Issuer



Conclusion

Well done! You have completed the NZX Issuer
Training Modules – Issuing Securities and
Raising Capital

Let's start the test.

GO TO TEST

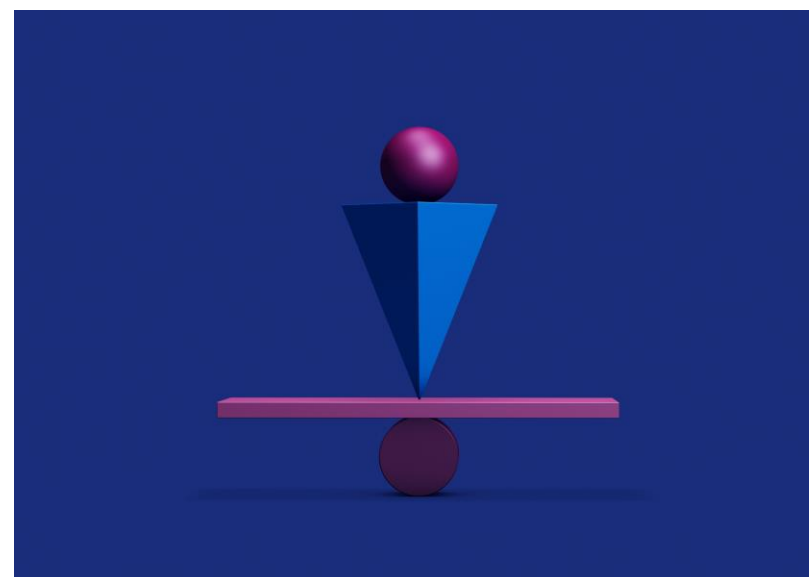
What is the aggregate placement limit over a 12 month period for NZX equity issuers?

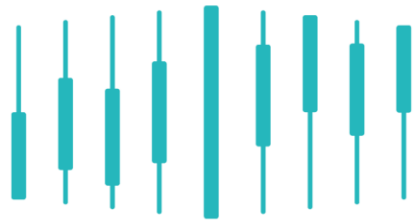
- A** 5%
- B** 10%
- C** 15%
- D** 20%

Updates to content

Content will be updated from time to time

Any Listing Rule and guidance changes will be communicated to Authorised Representatives (and via usual channels)





NZ RegCo

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MARKET REGULATOR

Thank you

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issuer@nzregco.com
