

Disclosure of ceasing to have substantial holding

Section 279, Financial Markets Conduct Act 2013

To: NZX Limited

and

To: My Food Bag Group Limited

Date this disclosure made: 23 May 2022

Date last disclosure made: 5 March 2021

Date on which substantial holding ceased: 23 May 2022

Substantial product holder(s) giving disclosure

Full name(s): My Food Bag Group Limited

Summary of previous substantial holding

Class of quoted voting products: Ordinary shares in My Food Bag Group Limited (NZX: MFB)

Summary for My Food Bag Group Limited:

For **last** disclosure,—

- (a) total number held in class: 60,084,684
- (b) total in class: 242,437,524
- (c) total percentage held in class: 24.784%

For current holding **after** ceasing to have substantial holding,—

- (a) total number held in class: 0
- (b) total in class: 242,437,524
- (c) total percentage held in class: 0.000%

Details of transactions and events giving rise to relevant event

Details of the transactions or other events requiring disclosure:

Waterman Fund 3 LP, APL Holdings Trust, Theresa Gattung Investment Trust, Lim & Bagrie Family Trust, Red Rose Trust and each of My Food Bag Group Limited's (*MFB*) directors and senior executives who held or were the beneficial owners of shares prior to the initial public offering of shares in MFB (the *Offer*) (together, the *Escrowed Shareholders*) were subject to restricted security agreements (attached to the substantial product holder notice disclosed by MFB to the market on 5 April 2021) with MFB in respect of all shares held by them prior to the Offer which they continued to hold upon completion of the Offer (the *Escrowed Shares*).

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Under those restricted security agreements, MFB had the power to control the disposition of the Escrowed Shares. On 23 May 2022, being the first business day after MFB released its results for the financial year ended 31 March 2022, the escrow restrictions ceased to apply and, accordingly, MFB ceased to have a relevant interest in the Escrowed Shares.

Additional information

Address(es) of substantial product holder(s): 56 Parnell Road, Parnell, Auckland

Contact details:

Name: Mark Winter, Chief Financial Officer

Phone: 027 705 4413

Email: mark.winter@myfoodbag.co.nz

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Financial Markets Conduct Act 2013 in relation to the financial products to which this disclosure relates: Waterman Fund 3 LP

Certification

I, Mark Winter, 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.

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