NZX
NEW ZEALAND'S EXCHANGE
TE PAEHOKO O AOTEAROA

Capital Change Notice

Section 1: Issuer information	
Name of issuer	WasteCo Group Limited
NZX ticker code	WCO
Class of financial product	Unlisted convertible notes
ISIN (If unknown, check on NZX website)	N/A
Currency	NZD
Section 2: Capital change details	
Number issued	$700,000 principal amount
Nominal value (if any)	$1.00 per note
Issue price per security	$1.00 per note
Nature of the payment (for example, cash or other consideration)	Cash
Amount paid up (if not in full)	N/A
Percentage of total class of Financial Products issued (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence)	100% of this class of notes
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	The notes may be converted by the holder on 10 business days prior written notice if received by WasteCo at any time prior to maturity of the notes on 14 August 2027. The notes convert into quoted ordinary shares in WasteCo at an effective conversion price of $0.05833 each. In the event of a material capital raising occurring after the issue of the notes, prior to the maturity date, the notes mandatorily convert into quoted ordinary shares in WasteCo at $0.05833 each
Reason for issue and specific authority for issue (the reason for change must be identified here)	To raise funds for WasteCo's general corporate purposes
Total number of Financial Products of the Class after the issue (excluding Treasury Stock) and the total number of Financial Products of the Class held as Treasury Stock after the issue.	$700,000 principal amount of unsecured convertible notes of this class (with a maturity date of 14 August 2027, and a coupon of 8% per annum payable quarterly) None held as treasury stock
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	N/A

Specific authority for the issue, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made	The notes were issued in accordance with NZX Listing Rule 4.5.1 to selected wholesale investors, so that on any Conversion NZX Listing Rule 4.9.1(b)(i) would apply
Terms or details of the issue (for example: restrictions, escrow arrangements)	N/A
Date of issue	17 August 2026
Section 3: Disclosure required for Placements made under Rule 4.5.1	
Details of the approach in identifying investors who were able to participate in the offer and how their respective allocations in the offer were determined. The explanation must set out the key objectives and criteria the Issuer adopted in the allocation process, whether one of those objectives was a best effort to allocate on a pro rata basis to existing holders of the Issuer's Equity Securities, and any significant exceptions or deviations from those objectives and criteria.	No placement offer has been made – the subscribers are wholesale investors
Section 4: Authority for this announcement and contact person	
Name of person authorised to make this announcement	Nigel Franklin, CFO
Contact person for this announcement	Nigel Franklin, CFO
Contact phone number	029 983 3871
Contact email address	nigel.franklin@wasteco.co.nz
Date of release through MAP	18/08/2026