

## Disclosure of beginning to have substantial holding

*Section 276, Financial Markets Conduct Act 2013*

To NZX Limited  
and  
To WasteCo Group Limited (WCO) (previously Goodwood Capital Limited)

Date this disclosure made: 5 December 2022

Date on which substantial holding began: 5 December 2022

### **Substantial product holders giving disclosure**

Full names:

- (1) Laurence James Redmayne, Samantha Jane Redmayne and Cullinane Steele Trustees (2003) Limited
- (2) Laurence James Redmayne and Samantha Jane Redmayne

### **Summary of substantial holding**

Class of quoted voting products: Ordinary shares (WCO)

(1) & (2) Summary for Laurence James Redmayne, Samantha Jane Redmayne and Cullinane Steele Trustees (2003) Limited

For this disclosure, —

- (a) total number held in class: 165,564,000
- (b) total in class: 688,000,000
- (c) total percentage held in class: 24.06%

### **Details of relevant interests**

- (1) Details for Laurence James Redmayne, Samantha Jane Redmayne and Cullinane Steele Trustees (2003) Limited (James & Sam Family Trust)

Nature of relevant interest: Registered holder of the ordinary shares in their capacity as trustees of the James & Sam Family Trust (**Trust**). A Restricted Security Agreement entered into between Laurence James Redmayne, Samantha Jane Redmayne and Cullinane Steele Trustees (2003) Limited and Goodwood Capital Limited is attached to this Notice.

For that relevant interest,—

- (a) number held in class: 165,564,000
- (b) percentage held in class: 24.06%
- (c) current registered holder(s): Laurence James Redmayne, Samantha Jane Redmayne and Cullinane Steele Trustees (2003) Limited

- (d) registered holder(s) once transfers are registered: Not applicable
- (2) Details for Laurence James Redmayne and Samantha Jane Redmayne

Nature of relevant interest: Laurence James Redmayne and Samantha Jane Redmayne are settlors, appointors and beneficiaries of the Trust (in addition to being trustees of the Trust) and also have the power to control the exercise of a right to vote attached to the shares, and the power to control the acquisition or disposal of the shares.

For that relevant interest, –

- (a) number held in class: 165, 564,000
- (b) percentage held in class: 24.06%
- (c) current registered holder(s): Laurence James Redmayne, Samantha Jane Redmayne and Cullinane Steele Trustees (2003) Limited
- (d) registered holder(s) once transfers are registered: Not applicable

**Details of transactions and events giving rise to substantial holding**

Details of the transactions or other events requiring disclosure: Laurence James Redmayne, Samantha Jane Redmayne and Cullinane Steele Trustees (2003) Limited were issued 165,564,000 new ordinary fully paid shares in Goodwood Capital Limited (at an issue price of \$0.05 per share) on 5 December 2022 in connection with the reverse listing of the WasteCo Group.

**Additional information**

Addresses of substantial product holders:

- (1) & (2) Laurence James Redmayne and Samantha Jane Redmayne  
143 Newtons Road, Templeton, Christchurch, 7676
- (1) Cullinane Steele Trustees (2003) Limited  
28 Queen Street, Levin

Contact details: James Redmayne - 027 825 8879 - james.redmayne@wasteco.co.nz

Nature of connection between substantial product holders: Laurence James Redmayne, Samantha Jane Redmayne and Cullinane Steele Trustees (2003) Limited are all trustees of the James & Sam Family Trust, have a similar or related substantial holding in WCO, have begun to have a substantial holding as a result of the same transaction (being the issue of shares to the trustees) and Laurence James Redmayne, Samantha Jane Redmayne are spouses.

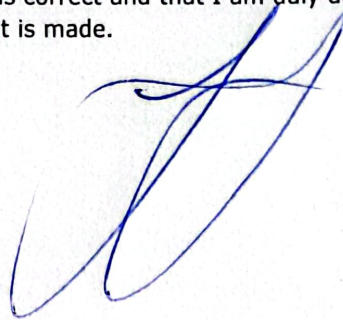
Name of any other person believed to have given, or believed to be required to give, a disclosure under the Financial Markets Conduct Act 2013 in relation to the financial products to which this disclosure relates: Not applicable

**Disclosure has effect for purposes of directors' and senior managers' disclosure**

Laurence James Redmayne is also a director of WasteCo Group Limited. This disclosure also constitutes disclosure for the purposes of the directors' and senior managers' disclosure obligations.

**Certification**

I, Laurence James Redmayne, 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.

A handwritten signature in blue ink, appearing to be 'L. Redmayne', is written over the certification text.