

NZX Release



17 May 2022

NZX LISTING AND PROVIDER OF NEW ZEALAND SHARE REGISTRY MANAGEMENT SERVICES

Ampol Limited (Ampol) (ASX and NZX:ALD) is pleased to announce its listing on the New Zealand Exchange (NZX) today as a Foreign Exempt Issuer under the trading symbol "ALD". Ampol retains its primary listing on the Australian Securities Exchange (ASX)¹.

Copies of Ampol's Profile and Listing Application Letter in connection with its foreign exempt listing are attached to this announcement. Also attached is a copy of Ampol's certificate of registration issued by the Australian Securities and Investments Commission.

For copies of Ampol's corporate governance documents, including its constitution and previous annual reports, please visit its website at www.ampol.com.au/about-ampol/investor-centre. In accordance with ASX Listing Rule 3.15.1, please also be advised that the New Zealand share registry management services relating to Ampol will be managed by Link Market Services Limited (**Link**). Boardroom Pty Limited (Boardroom) remains as the provider of Australian share registry management services relating to Ampol.

There is no equity offering associated with the NZX listing.²

Link's details are below:

Address	Link Market Services Limited Level 30, PWC Tower 15 Customs Street West Auckland 1010
Postal Address	PO Box 91976 Auckland 1142
Telephone	0800 546 567 (within New Zealand) +64 9 375 5998 (outside New Zealand)
Email	ampol@linkmarketservices.com
Website	www.linkmarketservices.co.nz

Authorised for release by: the Disclosure Officers of Ampol Limited.

1. The ASX is Ampol's Home Exchange for the purposes of the NZX Listing Rules.
2. This announcement does not constitute an offer of financial products for issue or sale and is not investment or financial product advice. Individuals should seek their own financial, legal and taxation advice before making any decision to purchase shares.

AMPOL LIMITED
ACN 004 201 307

29-33 BOURKE ROAD
ALEXANDRIA NSW 2015

INVESTOR CONTACT
FRAN VAN REYK
HEAD OF INVESTOR RELATIONS
M +61 419 871 138
T +61 2 9250 5000
FRANCES.VANREYK@AMPOL.COM.AU

MEDIA CONTACT
RICHARD BAKER
HEAD OF CORPORATE AFFAIRS
M +61 417 375 667
T +61 2 9250 5369
RICHARD.BAKER@AMPOL.COM.AU

Profile

NZX Foreign Exempt Issuer applications – Direct listing by Issuers with an existing ASX listing

10 May 2022

Profile for Listing as an NZX Foreign Exempt Issuer

Section 1: Issuer and financial product information	
Name of issuer	Ampol Limited
Financial product name/description	Fully paid ordinary shares in Ampol Limited
NZX ticker code	ALD
ISIN	AU0000088338
Australian registration number (ABN, ACN, ARBN, ARSN)	ACN 004 201 307
Main business activity	Ampol is one of Australia’s leading transport fuel suppliers and convenience retailers. Ampol’s principal activities include the purchase, supply, refining, distribution and sale of petroleum products and the operation of convenience retail stores throughout Australia. Ampol also supplies fuel to international customers including Seacoil Philippines Inc. in the Philippines (a business in which Ampol holds a 20% equity interest).
Brief details of issuer’s operating activities	<p>Ampol’s fuel and infrastructure business is a market leader in Australian transport fuels, being the largest wholesale supplier with 26% market share in Australia in 2021.</p> <p>Ampol’s integrated business sources, imports, refines and distributes fuels and lubricants that supplies approximately 1,900 company-owned or affiliated sites and business and commercial customers across a range of industries in Australia. Ampol has a network of distribution assets across Australia, which includes a refinery in Lytton, Queensland, 16 terminals, six major pipelines and approximately 55 wet depots.</p> <p>Ampol has leveraged its Australian business to extend its supply chain and operations into international markets. This includes the establishment of Ampol’s trading and shipping</p>

business in 2013 that operates out of Singapore and Houston, which is responsible for the strategic sourcing of crude oil, refined fuels and feedstocks, and the management of associated shipping.

Ampol's convenience retail network consists of approximately 700 sites across Australia, of which approximately 690 are company operated. This provides an expansive platform for the sale of retail fuels and convenience products, including through its 'flagship' format of Ampol Woolworths Metro stores, which is delivered through a partnership with Woolworths, and 'Foodary', Ampol's Tier 2 Format which is the default store format.

In addition to Ampol's partnership with Woolworths and strong relationships with quick service restaurant (QSR) partners, Ampol is dedicated to improving customer service through technology and new partnerships, including with organisations such as Uber, Toyota, NRMA and Hyundai. To date, Ampol has ten EV charging stations across five sites, delivered in partnership with Evie Networks. Over the long term Ampol will look to develop its own charging network, with the expected delivery of over 200 additional fast charging bays across Ampol's national retail network, in partnership with the Australian Renewable Energy Agency (announced in July 2021), being the first scaled rollout of Ampol fast charging bays.

In May 2022, Ampol acquired all of the shares in Z Energy Limited pursuant to a court-approved scheme of arrangement. Z Energy supplies fuel to retail customers and large commercial customers like airlines, trucking companies, mines, shipping companies and vehicle fleet operators. It also holds substantial investments in other businesses and assets.

Z Energy's operations span all aspects of the downstream fuel industry in New Zealand – procurement of refined product, primary distribution, terminal storage and secondary distribution, commercial and retail sales. Prior to the conversion of the Marsden Point Oil Refinery to an import only facility in early 2022, Z Energy was also involved in the procurement of crude oil and refining. Z Energy is not involved in upstream oil exploration or extraction.

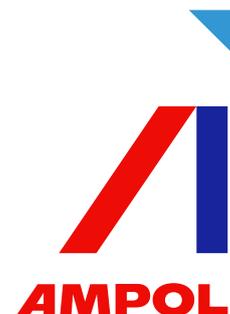
The combined Ampol and Z Energy group is expected to have a combined network of approximately 2,350 sites and supply approximately 25 BL pa of fuel to customers in the Asia Pacific

	<p>region, leveraging Ampol's unique international supply chain.</p> <p>As announced by Ampol on 14 March 2022, Ampol has agreed to sell its Gull business in New Zealand to Allegro Funds Pty Limited subject to the receipt of Overseas Investment Office approval.</p>
<p>Brief history of issuer</p>	<ul style="list-style-type: none"> • The roots of the Ampol story reach back to 1900, when R.W. Cameron & Co began acting as the Australian operator for the Texas Company (later to become Texaco). The business grew and in 1918 the Texas Company Australasia Limited was incorporated in New South Wales. • Ampol was incorporated in New South Wales as the Australian Motorists Petrol Company in March 1936. • In 1936 Caltex was formed through a joint venture between Standard Oil of California (later to become Chevron) and the Texas Company (Texaco), first operating under the Caltex name in Australia in 1941. • Australian Motorists Petrol Company was the first oil company in which the Australian public could buy shares, with the Australian Motorists Petrol Company listed on the Australian Securities Exchange in 1948. • Australian Motorists Petrol Company became Ampol Petroleum Ltd in 1949 and experienced material growth during the 1950s. • The Lytton Refinery was constructed in the 1960s and came into operation in July 1965, providing Australia with its first wholly owned processing facility. • The 1970s saw Ampol move into retail redevelopment, coal mining, uranium processing, iron ore mining and computer services. • Pioneer International acquired full ownership of Ampol in 1988. • In 1995 Pioneer International and Caltex Australia Limited (owned at the time by US based Chevron Corporation (as to 75%) and investors (as to 25%)) merged their respective Ampol and Caltex Australian petroleum refining and marketing assets. • Following the merger, Caltex Australia Limited housed three iconic brands: Ampol, Caltex and

	<p>Golden Fleece. Most of the business moved to using the Caltex branding.</p> <ul style="list-style-type: none"> • The Ampol brand was initially brought back in 2013 to be the face of Caltex’s trading and shipping business in Singapore. • Over time, Chevron sold down its shareholding in Caltex Australia Limited, selling its remaining 50 per cent stake in 2015, giving investors full ownership. • Caltex Australia Limited then focused on overseas expansion, adding Ampol Singapore, Gull New Zealand, and acquiring a 20 per cent equity interest in Seaoil in the Philippines. In early 2020, the trading and shipping operation was expanded into the United States with the opening of an office in Houston. • Caltex Australia Limited was renamed Ampol Limited in May 2020, with the company now transitioning to the Ampol brand and phasing out the use of the Caltex and StarCard brands that have previously been used under licence. • In May 2022, Ampol Limited completed its acquisition of all of the shares in Z Energy Limited, a major New Zealand fuel distributor, by way of a court-approved scheme of arrangement. • As part of the terms for Ampol’s acquisition of Z Energy, Ampol agreed to sell its Gull business in New Zealand. Ampol entered into a binding agreement with Allegro Funds Pty Ltd for the sale of the Gull business in March 2022 and completion is subject to the receipt of Overseas Investment Office approval.
Key features/terms of the financial products	N/A
Details of tax consequences applicable to the financial products	N/A
Details of fees applicable to the financial products (for example, annual fees or performance fees) <i>Applies to fund securities only</i>	N/A
Details of the directors’ intentions as to Issuer’s future dividend policy <i>Applies to equity securities only</i>	Under Ampol’s Dividend Policy (last updated on 14 May 2020), Ampol intends to pay total dividends for each financial year in the range of 50% to 70% of the full year Replacement Cost of Sales Operating Profit after tax (excluding significant items) subject to taking into account Ampol’s earnings for the period,

	future capital requirements and other relevant factors, such as the outlook for the business. The declaration and the number of dividends are at the sole discretion of the Ampol Board.
Details of any waivers from the ASX listing rules	None
Website URL to access previous announcements by the issuer under the ASX listing rules	www.ampol.com.au/about-ampol/investor-centre/asx-announcements
Section 2: Contact details	
Address of registered office in place of incorporation	29-33 Bourke Road, Alexandria NSW, Australia, 2015
Contact telephone number for investor enquiries	+61 2 9250 5000
E-mail address for investor enquiries	secretariat@ampol.com.au
Website URL (for investor information)	www.ampol.com.au/about-ampol/investor-centre
Section 3: Other details	
Place and date of incorporation	Australia, 17 May 1935
Legislation under which incorporated	Corporations Act 2001 in Victoria (or applicable predecessor legislation)
Annual balance date	31 December
Home Exchange	Australian Securities Exchange - ASX
Listing category on Home Exchange	Equity
Any other exchanges on which the issuer is listed or financial products quoted	N/A
Name of audit firm	KPMG
Currency of reporting	AUD
Name of financial product registry	Link Market Services Limited
Address of financial product registry	PO Box 91976, Auckland, 1142
Telephone number of financial product registry	+64 9 375 5998
Fax number of financial product registry	N/A
Email address of financial product registry	ampol@linkmarketservices.com

Section 4: Governance	
Full name of all current directors	Steven Gregg Mark Chellew Melinda Conrad Elizabeth Donaghey Michael Ihlein Gary Smith Penny Winn Matthew Halliday
Full name and title of CEO/managing director	Matthew Halliday, Managing Director and Chief Executive Officer
Full name and title of CFO	Gregory Barnes, Chief Financial Officer
Full name and title of Company Secretary	Michael Abbott (Executive General Manager, Governance and Risk)
Section 5: Confirmation	
Confirmation this Profile document is complete and accurate, and that the issuer holds no information that has not been disclosed to ASX that should have been disclosed under the ASX listing rules	Confirmed
Confirmation the issuer complies with the listing rules of ASX	Confirmed
Section 6: Authority for this Profile	
Name of person authorised to release this Profile	Ampol Limited
Contact person for this announcement	Michael Abbott, (Executive General Manager, Governance and Risk) Fran Van Reyk (Head of Investor Relations) Richard Baker (Media Contact)
Contact phone number	Michael Abbott: +61 429 486 211 Fran Van Reyk: +61 419 871138 Richard Baker: +61 417 375 667
Contact email address	michael.abbott@ampol.com.au frances.vanreyk@ampol.com.au richard.baker@ampol.com.au



Ampol Limited
29-33 Bourke Road
Alexandria NSW 2015
T 61 2 9250 5000
ACN 004 201 307

10 May 2022

NZ RegCo
Level 1, NZX Centre
11 Cable Street
Wellington 6140

By email: issuer@nzregco.com

Ampol Limited - Application for Listing as a NZX Foreign Exempt Issuer and Quotation of Equity Securities on the NZX Main Board

Ampol Limited (**Ampol**) is making this application to list as a NZX Foreign Exempt Issuer, and for quotation of the issuer's securities on the NZX Main Board. Ampol has a listing and quotation on the Australian Securities Exchange (**ASX**). Ampol trades under ticker ALD on the ASX and has been listed since 31 December 1980.

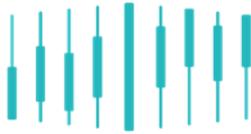
Gregory Barnes, Group Chief Financial Officer, provides this application for listing and quotation on behalf of Ampol in accordance with the NZX Listing Rules (**Rules**).

Ampol requests that the ticker code ALD be reserved by NZX for Ampol.

Listing information – Rule 1.12

Rule Requirement	Information
1.12.2(a) Listing Agreement	The Pre-Listing Agreement was signed on 2 May 2022. A Listing Agreement signed by Ampol will be provided prior to the Listing date.
1.12.2(b) Governing Document	The Governing Document was provided on 5 April 2022.
1.12.2(c) Payment of fees	Ampol confirms that it will pay all fees prescribed by NZX while Listed.
1.12.2(d) Quotation	See section below Quotation Information .

<p>1.12.2(e) Certificate of Incorporation</p>	<p>The certificate of registration was provided on 5 April 2022.</p>
<p>1.12.2(f) Bond</p>	<p>A bank bond will be provided prior to the Listing date.</p> <p>Information on the bond can be found in the NZX Fee Schedule.</p>
<p>1.12.2(g) Securities on Issue</p>	<p>Ampol currently has 238,302,099 ordinary shares on issue.</p> <p>Ampol does not intend to issue or allot securities prior to or on listing.</p>
<p>1.12.2(h) Contact addresses</p>	<p>The contact details of Ampol are:</p> <p>Phone number: +61 2 9250 5000 Postal address: 29-33 Bourke Road, Alexandria NSW, Australia, 2015 Email address: secretariat@ampol.com.au</p>
<p>1.12.2(i) Annual Reports</p>	<p>Annual reports for the past five years were provided on 5 April 2022.</p>
<p>1.12.2(k) Any other information</p>	<p><u>Interim financial statements/report</u>: Any interim financial statement/interim report that is more recent than the applicant's latest annual report is attached</p> <p>N/A</p> <p><u>MAP agreement</u>: A copy of the Market Announcement Platform (MAP) agreement (available here), signed by Ampol, will be provided prior to the Listing date.</p> <p><u>Information for NZX.com</u>: An overview of issuer's business for inclusion on NZX.com, is set out below:</p> <p>Ampol's fuel and infrastructure business is a market leader in Australian transport fuels, being the largest wholesale supplier with 26% market share in Australia in 2021.</p> <p>Ampol's integrated business sources, imports, refines and distributes fuels and lubricants that supplies approximately 1,900 company-owned or affiliated sites and business and commercial customers across a range of industries in Australia. Ampol has a network of distribution assets across Australia, which includes a refinery in Lytton, Queensland, 16 terminals, six major pipelines and approximately 55 wet depots.</p> <p>Ampol has leveraged its Australian business to extend its supply chain and operations into international markets. This includes the establishment of Ampol's trading and shipping business in 2013 that operates out of Singapore and Houston,</p>



which is responsible for the strategic sourcing of crude oil, refined fuels and feedstocks, and the management of associated shipping.

Ampol's convenience retail network consists of approximately 700 sites across Australia, of which approximately 690 are company operated. This provides an expansive platform for the sale of retail fuels and convenience products, including through its 'flagship' format of Ampol Woolworths Metro stores, which is delivered through a partnership with Woolworths, and 'Foodary', Ampol's Tier 2 Format which is the default store format.

In addition to Ampol's partnership with Woolworths and strong relationships with quick service restaurant (QSR) partners, Ampol is dedicated to improving customer service through technology and new partnerships, including with organisations such as Uber, Toyota, NRMA and Hyundai. To date, Ampol has ten EV charging stations across five sites, delivered in partnership with Evie Networks. Over the long term Ampol will look to develop its own charging network, with the expected delivery of over 200 additional fast charging bays across Ampol's national retail network, in partnership with the Australian Renewable Energy Agency (announced in July 2021), being the first scaled rollout of Ampol fast charging bays.

In May 2022, Ampol acquired all of the shares in Z Energy Limited pursuant to a court-approved scheme of arrangement. Z Energy supplies fuel to New Zealand retail customers and large commercial customers like airlines, trucking companies, mines, shipping companies and vehicle fleet operators. It also holds substantial investments in other businesses and assets in New Zealand.

Z Energy's operations span all aspects of the downstream fuel industry in New Zealand – procurement of refined product, primary distribution, terminal storage and secondary distribution, commercial and retail sales. Prior to the conversion of the Marsden Point Oil Refinery to an import only facility in early 2022, Z Energy was also involved in the procurement of crude oil and refining. Z Energy is not involved in upstream oil exploration or extraction.

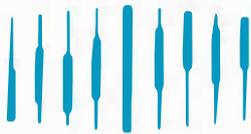
The combined Ampol and Z Energy group is expected to have a combined network of approximately 2,350 sites and supply approximately 25 BL pa of fuel to customers in the Asia Pacific region, leveraging Ampol's unique international supply chain.

As announced by Ampol on 14 March 2022, Ampol has agreed to sell its Gull business in New Zealand to Allegro Funds Pty Limited subject to the receipt of Overseas Investment Office approval.

	<p><i>Other applications: Please confirm that the applicant has not previously applied for, and had declined or has withdrawn, listing and quotation on another securities exchange OR details of the relevant exchange and circumstances.</i></p> <p>Confirmed.</p> <p><i>Provide any other information or documents that NZX has requested.</i></p> <p>N/A</p>
<p>1.7.2(d)(ii) Details of any existing waivers</p>	<p><i>Please summarise any waivers from all or part of the ASX listing rules which are currently being relied upon, or upon which the Issuer has relied within the 12 months prior to this application</i></p> <p>None</p>

Quotation information – Rule [1.13/1.15]

Requirement	Information
Details of the Securities for which application for Quotation is sought	<p>Number: 238,302,099 ordinary shares will be on issue subsequent to Quotation Class: Equity securities Face value (if any): N/A ISIN: AU0000088338</p> <p><i>Note the list price of the Securities to be Quoted on NZX will be the closing price on the last ASX trading day prior to NZX Quotation, adjusted for foreign exchange.</i></p>
Profile in respect of the Securities	The Profile in the form of the NZX template has been provided on 3 May 2022.
Registry information	Link Market Services Limited
All other documents or information as specified in any guidance published by NZX from time to time	N/A
Any other information required by NZX	We have received no further requests for information from NZX.
<p>For Fund Securities only The names of the responsible entity, investment manager, investment adviser, administration agent and</p>	N/A



NZ RegCo
NZ'S LISTED
MARKET REGULATOR

adviser, administration agent and custodian of the investment fund (as applicable)	
For Fund Securities only Details of any designation sought for the Fund Securities and the certification methodology applied for such designation.	N/A
For Fund Securities only The compliance plan that applies to the fund securities under Part 5C of the Corporations Act 2001	N/A

Ampol confirms the information provided to NZX is complete and accurate. Ampol acknowledges that NZX may disclose certain information or this application, including with ASX and ASIC.

Ampol acknowledges that NZX is not obliged to grant a listing or quotation application, regardless of whether Ampol complies with all applicable provisions of the Rules. NZX may refuse an application in its absolute discretion and without giving any reasons for such reasons.

Dated: 10 May 2022

Gregory Barnes, Group Chief Financial Officer



CERTIFICATE

Certificate of the Registration of a Company

Corporations Act 2001 Paragraph 1274 (2) (b)

This is to certify that

CALIFORNIA ASPHALT PRODUCTS PROPRIETARY LIMITED

Australian Company Number 004 201 307

is taken to be registered as a company under the Corporations Act 2001 in Victoria.

The company was a **proprietary** company.

On the eighteenth day of December 1958 the company converted to a **public** company and the name changed to

CALIFORNIA ASPHALT PRODUCTS LIMITED

On the eleventh day of February 1959 the company changed its name to

CALTEX SECURITIES (AUSTRALIA) LIMITED

On the eighteenth day of March 1981 the company changed its name to

CALTEX AUSTRALIA LIMITED

On the fourteenth day of May 2020 the company changed its name to

AMPOL LIMITED

The company is **limited by shares**.

The day of commencement of registration is **the seventeenth day of May 1935**.

Issued by the
Australian Securities and Investments Commission
on this twenty-sixth day of August 2020.

James Shipton
Chair