

## Cleansing Notice

14 September 2021

NZX Limited  
Level 1, NZX Centre  
11 Cable Street  
Wellington

### NOTICE PURSUANT TO CLAUSE 20(1)(a) OF SCHEDULE 8 TO THE FINANCIAL MARKETS CONDUCT REGULATIONS 2014

1. Seeka Limited (NZX:SEK) (“**Seeka**”) has announced that it has entered into an Amalgamation Implementation Agreement with Orangewood Limited (“**Orangewood**”) under which Northland Horticulture Limited, a wholly owned subsidiary of Seeka will amalgamate with Orangewood and Northland Horticulture Limited will continue as the amalgamated (surviving) company. Under the amalgamation, Orangewood shareholders are to receive new ordinary shares in Seeka of the same class as already quoted on the NZX Main Board operated by NZX Limited as partial consideration for the cancellation of their shares in Orangewood. The offer for new ordinary shares in Seeka is made to Orangewood shareholders in a notice of meeting and associated materials to be sent to Orangewood shareholders by Orangewood today in accordance with the Amalgamation Implementation Agreement (“**Amalgamation Offer**”).
2. Pursuant to clause 20(1)(a) of Schedule 8 to the Financial Markets Conduct Regulations 2014 (“**FMC Regulations**”), and clause 19 of Schedule 1 to the Financial Markets Conduct Act 2013 (“**FMCA**”), Seeka states that:
  - (a) Seeka is making the Amalgamation Offer in reliance on the exclusion in clause 19 of Schedule 1 to the FMCA and provides this notice under clause 20(1)(a) of Schedule 8 to the FMC Regulations.
  - (b) As at the date of this notice, Seeka is in compliance with the “continuous disclosure obligations” (as defined in section 6 of the FMCA) that apply to it in relation to ordinary shares in Seeka and there is no information that is “excluded information” (as defined in clause 20(5) of Schedule 8 to the FMC Regulations).
  - (c) As at the date of this notice, Seeka is in compliance with its “financial reporting obligations” (as defined in clause 20(5) of Schedule 8 to the FMC Regulations).
3. The Amalgamation Offer is not expected to have any material effect or consequence on the control of Seeka.

Yours faithfully

**Seeka Limited**

A handwritten signature in black ink that reads "Michael Franks".

**Michael Franks**

Chief Executive Officer