

THIS DOCUMENT MAY NOT BE DISTRIBUTED, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES, OR TO OR FOR THE BENEFIT OF U.S. PERSONS OR INTO ANY OTHER JURISDICTION WHERE IT WOULD BE UNLAWFUL TO DO SO.

New Zealand Local Government Funding Agency Limited

EUR 500 million 2.875% Senior Unsecured Fixed Rate Notes

due 1 April 2030 (the "Notes")

Investor Pricing Term Sheet – 25 March 2025

This document is not intended to be a complete description of all the terms and conditions of, or attaching to, the Notes. This document should be read in conjunction with the Offering Circular (as defined below), and the documents incorporated by reference therein, the "Terms and Conditions of the Notes" as set out in the Offering Circular, the applicable Pricing Supplement and other programme documents (in each case as may be amended from time to time) before making any investment decision.

Capitalised terms referred to in this document are defined in the Offering Circular or the Terms and Conditions of the Notes (as set out in the Offering Circular). In the event of any inconsistency between this document and the Offering Circular or the Terms and Conditions of the Notes, the Offering Circular or the Terms and Conditions of the Notes shall prevail.

Issuer:	New Zealand Local Government Funding Agency Limited (LEI: 254900ZJG39H1CAH6K02)
Guarantors:	As set out on the Issuer's website at <u>https://www.lgfa.co.nz/investors/guarantee-</u> arrangements. Further information on the Guarantors, the Guarantee and the Security are available in the Offering Circular
	The New Zealand Government does not guarantee any of the Issuer's obligations or liabilities in relation to the Notes.
Documentation:	The Offering Circular dated 22 January 2025 relating to the Issuer's U.S.\$10,000,000,000 Euro Medium Term Note Programme (the "Offering Circular")
Format:	Registered Notes
Distribution:	Regulation S, Category 2, TEFRA Not Applicable
Issuer Rating ¹ :	AA+ (stable) by Standard & Poor's (foreign currency) AA+ (stable) by Fitch
Expected Issue Rating ¹ :	AA+ by Standard & Poor's AA+ by Fitch
Status:	The Notes and any Coupons are direct, unconditional, unsubordinated and unsecured obligations of the Issuer and rank <i>pari passu</i> among themselves and (save for certain obligations required to be preferred by law) equally with all other unsubordinated and unsecured obligations of the Issuer, from time to time outstanding.
Principal Amount:	EUR 500,000,000
Trade Date:	25 March 2025
Settlement Date:	1 April 2025 (T+5)
Maturity Date:	1 April 2030
Interest Basis:	Fixed Rate
Reference Mid-Swap Rate:	2.498%
Re-offer Spread to Mid-Swap:	+38 bps
Benchmark:	DBR 0.000 % due February 2030

¹ An explanation of the significance of ratings may be obtained from the rating agencies. Generally, rating agencies base their ratings on such material and information, and such of their own investigations, studies and assumptions, as they deem appropriate. A credit rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, revision or withdrawal at any time by the assigning rating agency. Each rating should be evaluated independently of any other rating.



Benchmark Price / Yield:	89.089% / 2.391%
Re-offer Spread to Benchmark:	+48.7 bps
Reoffer Yield:	2.878%
Coupon:	2.875% per annum (payable annually)
Reoffer Price:	99.986%
Redemption Price:	100.000%
Coupon Payment Date:	Payable annually in arrear on 1 April of each year, commencing on 1 April 2026 up to and including the Maturity Date
Day Count Fraction:	Actual/Actual (ICMA)
Business Day Convention:	Following Business Day Convention
Business Day Centres:	T2, London, Auckland, Wellington, New York
Denominations:	EUR 100,000 and multiples of EUR 1,000 thereafter
Calculation Amont:	EUR 1,000
Issuer Call:	Not Applicable
Early Redemption Amount (upon redemption for taxation reasons or following an Event of Default):	100.000%
Settlement Systems:	Euroclear / Clearstream
Listing:	Application will be made to the SGX-ST for permission to deal in and for the listing and quotation of any Notes that may be issued pursuant to the Programme and which are agreed at or prior to the time of issue thereof to be listed on the SGX-ST
Listing: ISIN:	quotation of any Notes that may be issued pursuant to the Programme and which are
-	quotation of any Notes that may be issued pursuant to the Programme and which are agreed at or prior to the time of issue thereof to be listed on the SGX-ST
ISIN:	quotation of any Notes that may be issued pursuant to the Programme and which are agreed at or prior to the time of issue thereof to be listed on the SGX-ST XS3037674952
ISIN: Common Code:	quotation of any Notes that may be issued pursuant to the Programme and which are agreed at or prior to the time of issue thereof to be listed on the SGX-ST XS3037674952 303767495
ISIN: Common Code: Governing Law:	 quotation of any Notes that may be issued pursuant to the Programme and which are agreed at or prior to the time of issue thereof to be listed on the SGX-ST XS3037674952 303767495 The Notes will be governed by, and construed in accordance with, English law Barclays Bank PLC, BNP PARIBAS, Merrill Lynch International and UBS AG London
ISIN: Common Code: Governing Law: Joint Lead Managers: Principal Paying Agent and	 quotation of any Notes that may be issued pursuant to the Programme and which are agreed at or prior to the time of issue thereof to be listed on the SGX-ST XS3037674952 303767495 The Notes will be governed by, and construed in accordance with, English law Barclays Bank PLC, BNP PARIBAS, Merrill Lynch International and UBS AG London Branch

FCA / ICMA stabilization applies.



General disclaimers:

The Issuer has prepared the Offering Circular that you should read in conjunction with this document. Before you invest, you should read the Offering Circular (including the materials incorporated by reference) and any amendment or supplement thereto for more information concerning the Issuer and the Notes.

This document is an indicative summary of the terms and conditions of the transaction described herein and may be amended, superseded or replaced by subsequent summaries. This document is an indicative summary of the terms and conditions of the transaction described herein and may be amended, superseded or replaced by subsequent summaries or withdrawn entirely and neither the Issuer nor the Joint Lead Managers shall have any responsibility to notify you of any such changes.

This document has been prepared on behalf of the Issuer for information purposes only, is not intended to create any legally binding obligations on the Joint Lead Managers and should not be construed as an underwriting commitment or a recommendation to conclude any transaction. The transaction described in this document relating to the Notes is subject to execution of definitive legal contracts, including the relevant underwriting or subscription agreement, the delivery of conditions precedent and the completion of any necessary disclosure documentation. This document is confidential and may not be distributed (in whole or in part) to any other person, save for your professional or other advisers, without the prior written permission of the Joint Lead Managers. This document is only for the information of the Issuer and the Joint Lead Managers and is not for, and may not be relied upon, by any investor or any other person for any purpose. Neither the Issuer nor the Joint Lead Managers are not providing any financial, legal, tax or other advice to any recipient.

This document shall not constitute an underwriting commitment, an offer of financing, an offer to sell, or the solicitation of an offer to buy any securities described herein, which shall be subject to the Issuer's internal approvals and satisfaction of all appropriate conditions precedent. No transaction or service related thereto is contemplated without the Issuer's subsequent formal agreement.

The Issuer and the Joint Lead Managers are not responsible for providing or arranging for the provision of any general financial, strategic or specialist advice, including legal, regulatory, accounting, model auditing or taxation advice or services, or any other services in relation to the transaction and/or any related securities described herein. The Issuer and the Joint Lead Managers are acting solely in the capacity of an arms' length contractual counterparty and not as adviser, agent or fiduciary to any person. Neither the Issuer nor the Joint Lead Managers accept no liability whatsoever to the fullest extent permitted by law for any consequential losses arising from the use of this document or reliance on the information contained herein.

The Issuer and the Joint Lead Managers do not guarantee the accuracy or completeness of information which is contained in this document and which is stated to have been obtained from or is based upon trade and statistical services or other third-party sources. Any data on past performance, modelling, scenario analysis or back-testing contained herein is no indication as to future performance. No representation is made as to the reasonableness of the assumptions made within or the accuracy or completeness of any modelling, scenario analysis or back-testing. All information and estimates are given as of the date hereof and are subject to change. The value of any investment may fluctuate as a result of market changes. The information in this document is not intended to predict actual results and no assurances are given with respect thereto.

This document is confidential, and no part of it may be reproduced, distributed or transmitted without the prior written permission of the Issuer and the Joint Lead Managers.

The distribution of this document and the offering of the Notes in certain jurisdictions may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions could result in a violation of the laws of such jurisdiction.

The Notes have not been and will not be registered under the U.S. Securities Act of 1933, as amended, or any state securities laws and may not be offered, sold or delivered in the United States or to, or for the account or benefit of, any U.S. person, except pursuant to an effective registration statement or in a transaction not subject to the registration requirements of the Securities Act or in accordance with an applicable exemption from the registration requirements thereof. The Notes referred to herein are only being offered and sold outside the United States to persons that are not U.S. persons in reliance on Regulation S.

NO ACTION HAS BEEN MADE OR WILL BE TAKEN THAT WOULD PERMIT A PUBLIC OFFERING OF ANY SECURITIES DESCRIBED HEREIN IN ANY JURISDICTION IN WHICH ACTION FOR THAT PURPOSE IS REQUIRED. NO OFFERS, SALES, RESALES OR DELIVERY OF ANY SECURITIES DESCRIBED HEREIN OR DISTRIBUTION OF ANY OFFERING MATERIAL RELATING TO ANY SUCH SECURITIES MAY BE MADE IN OR FROM ANY JURISDICTION EXCEPT IN CIRCUMSTANCES WHICH WILL RESULT IN COMPLIANCE WITH ANY APPLICABLE LAWS AND REGULATIONS AND WHICH WILL NOT IMPOSE ANY OBLIGATION ON BARCLAYS OR ANY OF ITS AFFILIATES.

Each of this document and the Offering Circular is not a prospectus for the purposes of Regulation (EU) 2017/1129, including as the same forms part of domestic law in the United Kingdom by virtue of the European Union (Withdrawal) Act 2018.

This document is being distributed to and is directed only at persons in the United Kingdom having professional experience in matters relating to investments, falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotions) Order 2005 (the "**Order**"), and persons falling within Article 49(2) of the Order (all such persons together being referred to as "**relevant persons**"). In the UK, this document must not be acted on or relied on by persons who are not relevant persons. In the UK, any investment or investment activity to which this document relates is available only to relevant persons and will be engaged in only with such persons.

A credit rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension or withdrawal at any time by the relevant assigning organisation.

Advertisement. The Offering Circular dated 22 January 2025 is available at https://www.lgfa.co.nz/sites/default/files/2025-01/NZ%20LGFA%20EMTN%20Programme%20-%20Offering%20Circular%20%28Final%29%20v.1.pdf.



Barclays Disclaimer:

Barclays, its affiliates, its connected companies, employees or clients may have an interest in financial instruments of the type described in this document or in related financial instruments. Such interest may include dealing, trading, holding or acting as market-makers in such instruments and may include providing banking, credit and other financial services to any company or issuer of securities or financial instruments referred to herein.

Barclays offers premier investment banking products and services to its clients through Barclays Bank PLC.

Please note that the Australian Securities and Investments Commission ("ASIC") has provided certain exemptions to Barclays, Barclays Capital Securities Limited, Barclays Capital Asia Limited and Barclays Capital Inc. under paragraph 911A(2)(I) of the Corporations Act 2001 (the "Corporations Act") from the requirement to hold an Australian financial services licence ("AFSL") in respect of financial services provided to Australian wholesale clients (as defined by the Corporations Act), on the basis that: (a) each of Barclays and Barclays Capital Securities Limited are authorised by the Prudential Regulation Authority of the United Kingdom ("PRA") and regulated by the Financial Conduct Authority ("FCA") of the United Kingdom and the PRA under United Kingdom laws; (b) Barclays Capital Asia Limited is regulated by the Hong Kong Securities and Futures Commission under Hong Kong laws; and (c) Barclays Capital Inc. is a registered broker-dealer in the United States. United Kingdom, Hong Kong and United States laws differ from Australian laws. When providing financial services to Australian wholesale clients, each Barclays entity, as applicable, relies on the relevant exemption from the requirement to hold an AFSL and, accordingly, does not hold an AFSL.

Barclays Bank PLC (ABN 95 644 502 170) is authorised in the United Kingdom by the PRA and regulated by the FCA and the PRA and is registered in England No. 1026167. Registered Office: 1 Churchill Place, London E14 5HP, United Kingdom.

BNP Paribas Disclaimer:

BNP Paribas France: BNP Paribas, incorporated in France with Limited Liability (Registered Office: 16 boulevard des Italiens, 75009 Paris, France, 662 042 449 RCS Paris, <u>www.bnpparibas.com</u>) is authorized and supervised by European Central Bank (ECB) and by Autorité de Contrôle Prudentiel et de Résolution (ACPR) in respect of supervisions for which the competence remains at national level, in terms of Council Regulation n° 1024/2013 of 15 October 2013 conferring specific tasks on the ECB concerning policies relating to the prudential supervision of credit institutions.

BNP Paribas Australia: This material, and any information in related marketing presentations (the Material), is being distributed in Australia by BNP Paribas ABN 23 000 000 117, a branch of BNPP 662 042 449 R.C.S., a licensed bank whose head office is in Paris, France. BNP Paribas is licensed in Australia as a Foreign Approved Deposit-taking Institution by the Australian Prudential Regulation Authority (APRA) and delivers financial services to Wholesale clients under its Australian Financial Services Licence (AFSL) No. 238043 which is regulated by the Australian Securities & Investments Commission (ASIC). The Material is directed to Wholesale clients only and is not intended for Retail clients (as both terms are defined by the Corporations Act 2001, sections 761G and 761GA). The Material is subject to change without notice and BNP Paribas is under no obligation to update the information or correct any inaccuracy that may appear at a later date.

BNP Paribas London Branch, BNP Paribas is authorised and regulated by the European Central Bank and the Autorité de Contrôle Prudentiel et de Resolution. BNP Paribas London branch is authorised by the Prudential Regulation Authority with deemed permissions under the UK Temporary Permissions Regime. BNP Paribas London branch is subject to regulation by the Financial Conduct Authority and limited regulation by the Prudential Regulation Authority. Details of the Temporary Permissions Regime, which allows EEA-based firms to operate in the UK for a limited period while seeking full authorisation, are available on the Financial Conduct Authority's website. BNP Paribas London Branch is registered in England and Wales under number FC13447. Registered office in the UK: 10 Harewood Avenue, London NW1 6AA.

Merrill Lynch International Disclaimer:

This material is being distributed by Merrill Lynch International ("Lead Manager") and is intended only for use by authorised recipients. Whilst the Lead Manager believe the contents of this material are correct, the Lead Manager and its related bodies corporate and affiliates and their respective agents. employees, officers and directors make no representation or warranty, express or implied as to, and assume no responsibility or liability for, the accuracy or completeness of, or any errors or omissions in, any information contained herein or in any accompanying previous or subsequent material. The information given is indicative and is subject to change. This material is subject to and must be read in conjunction with the Programme documentation, including the terms and conditions of the securities, the Information Memorandum for the securities and the pricing supplement relating to this issue. The Programme documentation prevails where there is any inconsistency. This material is not intended to be and does not constitute an invitation by the Lead Manager for applications to purchase the Notes and is provided as information only. Accordingly persons contemplating purchasing the Notes should make their own decision as to the sufficiency and relevance for their purpose of the information contained herein, undertake their own independent investigation of the appropriateness of Notes for them taking into account their financial and taxation circumstances, investment objectives and particular needs and take all appropriate advice from qualified professional persons as they deem necessary. Unclassified / 5 of 6 Any investment decision should rely on that investigation and appraisal and not on this material. The Lead Manager and its related bodies corporate and affiliates and their respective agents, employees, officers and directors may have an interest in financial instruments of the type described in this material or in related financial instruments. Such interest may include dealing, trading, holding or acting as market makers in such instruments and may include providing financial services to any company or issuer of securities or financial instruments referred to herein. By accepting this material, you acknowledge and agree that the Lead Manager is acting, and will at all times act, as an independent contractor on an arm's-length basis and is not acting, and will not act, in any other capacity, including in a fiduciary capacity, with respect to you. If it appears to the Lead Manager that you may be a proscribed person or entity under the Charter of United Nations Act 1945 (Cth), or you may be in breach of the law of any jurisdiction relating to money laundering or counter-terrorism, or you appear in a list of persons with whom dealings are proscribed by the government or a regulatory authority of any jurisdiction, or act on behalf of or for the benefit of any such persons, then we may refuse/suspend/terminate any transaction and/or facility of yours; or exercise any other rights we may have. The Lead Manager will be under no liability to you if it does any or all of these things. The Notes have



not been registered under the U.S. Securities Act of 1933, as amended ("Securities Act") and may not be offered, sold or resold in the United States or to a U.S. person except in accordance with Regulation S or in certain transactions exempt from the registration requirements of the Securities Act. For a description of these and certain further restrictions on offers, sales and transfers of Notes see "Selling Restrictions" in the Information Memorandum for the Programme. There are references in this material to credit ratings. A credit rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension or withdrawal at any time by the relevant assigning organisation. Credit ratings are for distribution only to a person (a) who is not a "retail client" within the meaning of section 761G of the Corporations Act 2001(Cth) ("Corporations Act") and is also a sophisticated investor, professional investor or other investor in respect of whom disclosure is not required under Part 6D.2 or 7.9 of the Corporations Act, and (b) who is otherwise permitted to receive credit ratings in accordance with applicable law in any jurisdiction in which the person may be located. Anyone who is not such a person is not entitled to receive this material and anyone who receives this material must not distribute it to any person who is not entitled to receive it. Merrill Lynch International is exempt from the requirement to hold an Australian Financial Services Licence pursuant to s911A(2)(h) of the Corporations Act 2001 and Class Order 03/1099. Merrill Lynch International and its related bodies corporate, outside of Bank of America, National Association ("Bank of America N.A.), are not an Authorised Deposit-taking Institution authorised under the Banking Act 1959 of Australia nor regulated by the Australian Prudential Regulation Authority. The obligations of the Lead Manager do not represent deposits or other liabilities of Bank of America N.A.

UBS AG London Branch Disclaimer:

Information only. This Term Sheet has been prepared solely for the information of the issuer of the securities described herein and the Joint Lead Managers and may not be relied upon by any potential investor or any other person for any purpose. It is not intended to create any legally binding obligations on the Joint Lead Managers and should not be construed as an underwriting commitment or a recommendation to conclude any transaction. The transaction described in this Term Sheet is subject to execution of definitive legal contracts, including the relevant underwriting or subscription agreement, the delivery of conditions precedent and the completion of any applicable disclosure document.

No distribution. This Term Sheet has been prepared on a confidential basis solely for the information of the Recipient. Distribution of this Term Sheet to any person other than the Recipient and those persons retained to advise the Recipient, who agree to maintain the confidentiality of this material and be bound by the limitations outlined herein, is unauthorised. This material must not be copied, reproduced, published, distributed, passed on or disclosed (in whole or in part) to any other person or used for any other purpose at any time without the prior written consent of the Joint Lead Managers.

No advice given. The Recipient should not construe the contents of this Term Sheet as legal, tax, accounting or investment advice or a personal recommendation. The Recipient should consult its own counsel, tax and financial advisers as to legal and related matters concerning any matters described herein. This Term Sheet does not purport to be all-inclusive or to contain all of the information that the Recipient may require.

Other activities. Each of the Joint Lead Managers may from time to time, as principal or agent, have positions in, or may buy or sell, or make a market in any securities, currencies, financial instruments or other assets underlying the transaction to which this Term Sheet relates. The Joint Lead Managers trading and/or hedging activities related to the transaction to which this Term Sheet relates may have an impact on the price of the securities to which this Term Sheet relates.

UBS AG London Branch is authorised and regulated by the Financial Market Supervisory Authority in Switzerland. It is authorised by the Prudential Regulation Authority and subject to regulation by the Financial Conduct Authority and limited regulation by the Prudential Regulation Authority in the United Kingdom.