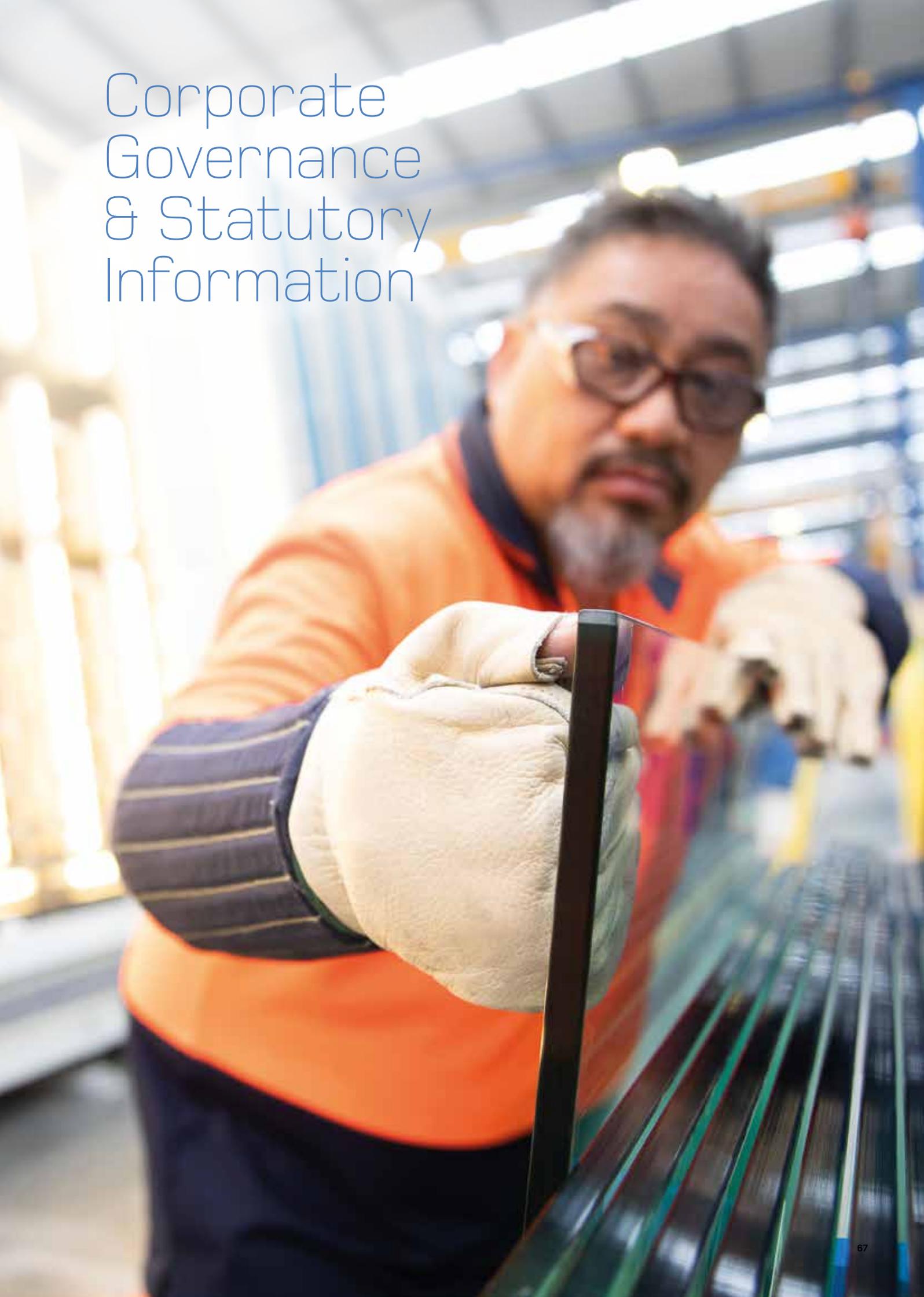


Corporate Governance & Statutory Information



Corporate Governance

Metro Performance Glass Limited: FY21 Corporate Governance Statement

Metro Performance Glass' (Metroglass, the company) Board of Directors and Senior Leadership Team (SLT) recognise the importance of sound corporate governance and consider it core to ensuring the creation, protection and enhancement of shareholder value. Together, the board and SLT are committed to making sure that the company applies and adheres to practices and principles that ensure good governance and maintain the highest ethical standards to protect the interests of shareholders and all stakeholders.

Metroglass' corporate governance framework clearly sets out how the board is accountable to the owners of the company and how it delegates responsibilities to the Chief Executive Officer (CEO) and the SLT. This framework has been guided by the recommendations set out in the NZX Corporate Governance Code (the NZX Code) and the requirements set out in the NZX Main Board Listing Rules.

The information in this section is current as at 21 May 2021 and has been approved by the board. Metroglass considers that, during the year to 31 March 2021 (reporting period), the company materially complied with the NZX Code.

Metroglass' shares are also listed on the Australian Securities Exchange (ASX) with ASX Foreign Exempt Listing status. Given this status, the ASX requires the company to comply with the NZX Main Board Listing Rules and confirm its adherence to these rules annually, and to comply with a specific subset of the ASX Listing Rules.

This corporate governance statement reflects a summary of the company's corporate governance framework, policies and procedures and how they comply with the NZX Code. The full corporate governance framework has been approved by the board and is available in the Investor Centre section of the company's website at www.metroglass.co.nz/investorcentre/governance/ and includes:

1. Constitution
2. Code of Ethics
3. Board Charter
4. Audit and Risk Committee Charter
5. People and Culture Committee Charter
6. Securities Trading Policy

7. Market Disclosure Policy
8. Diversity and Inclusion Policy
9. Safety and Wellbeing Policy.

NZX Code: Key Principles

This section sets out Metroglass' corporate governance policies, practices and processes by reference to the NZX Code's eight key principles and supporting recommendations.

Principle 1: Code of Ethical Behaviour

"Directors should set high standards of ethical behaviour, model this behaviour, and hold management accountable for these standards being followed throughout the organisation."

Code of Ethics

Metroglass has a Code of Ethics that establishes a framework of standards by which the directors, employees, contractors and advisors of Metroglass are expected to carry out their responsibilities. It is not an exhaustive list of acceptable behaviour; rather it facilitates decision-making that is consistent with Metroglass' values, business goals and legal and policy obligations. It requires Metroglass' employees to:

- Act honestly and with personal integrity in all actions
- Undertake proper receipt and use of corporate information, assets and property
- Adhere to procedures around confidentiality, conflicts of interest, gift giving, and whistleblowing
- Comply with all law and Metroglass policies.

The Code of Ethics also imposes a number of obligations on directors, including requirements that they give proper attention to the matters before them; be up to date on their regulatory, legal, fiduciary and ethical obligations; undertake training; manage breaches of the Code of Ethics; and act honestly and in the best interests of the issuer, shareholders and stakeholders and as required by law.

Metroglass monitors compliance with the Code of Ethics through its management processes as well as through the whistleblowing procedures set out in the Code of Ethics and separate Whistleblower Protection Policy. The Code of Ethics was approved by the board in July 2017.

Securities Trading Policy

The company's Securities Trading Policy governs trading in the company's shares and any associated financial products (during the reporting period these were Metroglass' NZX- and ASX-listed shares).

The policy applies to all directors, employees and contractors of Metroglass and its subsidiaries ("Metroglass Personnel"). The policy is a critical part of ensuring all Metroglass Personnel are aware of their related obligations and legal requirements and takes into account the insider trading prohibitions in the Financial Markets Conduct Act 2013 (NZ) and the Corporations Act 2001 (Australia), and the company's obligations under the NZX Corporate Governance Code.

The policy also sets out a set of more stringent rules which apply to Directors and certain employees of Metroglass when dealing in Metroglass Securities ("Restricted Persons"). These additional rules include the following:

Corporate Governance (continued)

- Trading in Metroglass securities is prohibited during the “blackout” periods set out in the policy (these periods occur prior to the release of the company’s half-year and full-year financial result releases to the market)
- Prior consent must be obtained before trading in Metroglass securities. This consent requires confirmation that no material information is held
- Providing confirmation following the completion of any trading in Metroglass securities.

The policy is reviewed at least every two years and was last reviewed by the board on 26 September 2019.

Principle 2: Board Composition and Performance

“To ensure an effective board, there should be a balance of independence, skills, knowledge, experience and perspectives.”

The board has ultimate responsibility for the strategic direction of Metroglass and for overseeing Metroglass’ management for the benefit of its shareholders.

Metroglass’ constitution provides for a minimum of four directors and, subject to this limitation, the number of directors to hold office shall be fixed from time to time by the board. At least two directors must be ordinarily residents of New Zealand and at least two must be independent directors. The Chair of the board cannot be the CEO or the Chair of the Audit and Risk Committee.

The directors bring a wide range of skills to the board including expertise in corporate strategy, national and international business and financial management, sales, marketing, mergers and acquisitions, legal, capital markets, industry experience and corporate governance. As at 21 May 2021, the board comprised six independent directors. Director profiles and length of service are detailed on pages 16 and 17 of this report.

Board Charter

The board operates under a written Charter, which describes the board’s authority, duties, responsibilities, composition and framework for operation. This Charter also affirms that the board, in performing its responsibilities, should act at all times in a manner designed to create and build sustainable value for shareholders and in accordance with the duties and obligations imposed on the board by Metroglass’ constitution and by law. The Charter is reviewed at least every two years and was last reviewed by the board on 1 April 2021.

Management of Metroglass on a day-to-day basis is undertaken by the CEO and senior managers through a set of delegated authorities that clearly define the CEO and senior managers’ responsibilities and those retained by the board.

Metroglass’ board and CEO delegated authority policies are reviewed at least annually and were last reviewed by the board on 16 December 2020. The board meets its responsibilities by receiving reports and plans from management and through its annual work programme. The board uses committees to address issues that require detailed consideration. Committee work is undertaken by directors; however, the board retains ultimate responsibility for the functions of its committees and determines their responsibilities.

Director Independence

Directors are considered to be independent if they are non-executive and do not have an interest or relationship that could or could be perceived to unreasonably influence their decisions relating to the company or interfere with their ability to act in the company’s best interests. An individual being appointed as an independent director must be independent according to NZX definitions and not have any disqualifying relationships as defined in the board Charter.

The board will review any determination it makes as to a director’s independence on becoming aware of any information that may have an impact on the independence of the director. For this purpose, directors are required to ensure that they immediately advise the board of any relevant new or changed relationships to enable the board to consider and determine the materiality of these relationships.

As at 21 May 2021, all six directors are considered by the board to be independent directors in accordance with the NZX Main Board Listing Rules. Information in respect of each director’s relevant interests are detailed on pages 85 – 87 of this report. Metroglass’ directors are not formally required to own Metroglass shares but are encouraged to do so.

Director Training

The company encourages directors to continue to develop their knowledge and skills as a director. With the prior approval from the Chair, directors may attend appropriate courses or seminars for continuing education at the company’s cost.

Corporate Governance (continued)

Nomination and Appointment of Directors

Directors' skills matrix as at 31 March 2021

Strategic board skills	Number of directors with high and moderate capabilities	Area of future learning or potential appointment
 Building products and manufacturing	●●●●○○	★
 Australian market knowledge	●●○	★
 Safety	●●●●○○	
 Commercial/risk – former CEO	●●●●●○	
 Financial expert	●●○○○○	
 Strategic investment banking	○○○○○○	★
 B2B marketing and customer insight	○○○	★
 People and culture	●●●●○	
 Governance	●●●●○○	
 Diversity (gender, age, ethnicity etc.)	●	★

Key ● High capability ○ Moderate capability

The provisions regarding the election and retirement of directors are contained in the Metroglass constitution. Board succession is the responsibility of the People and Culture Committee, on behalf of the board.

Metroglass strives to ensure that the company has the right mix of skills and experience it requires to enable it to achieve its strategic aims in a prudent and responsible manner. The board will review its composition from time to time and will identify and evaluate suitable individuals for appointment as a director as and when

an appointment is to be made. In evaluating a candidate for appointment as a director, the board will consider criteria including the skill sets as being required at the time as well as the individual's experience and professional qualifications.

In considering a prospective director, the board also assesses the prospective board member's ability to exercise sound business judgment, their integrity and moral reputation, any potential conflicts of interest or legal impediments to serving as a director, and their willingness and availability to commit the time required to

serve as an effective director of the company. The company is assisted in arriving at these judgments with external advice and a set of comprehensive background checks.

To support the board in its deliberations, the directors consider a skills matrix that sets out the mix of skills and diversity of the directors and evaluates whether the collective skills and experience of the directors meet Metroglass' requirements both now and into the future.

New directors provide the company with a written consent to act as a director and receive a formal Letter of Appointment that sets out the Terms and Conditions of Appointment and Remuneration Schedule. It also sets out the expectations of the company, the director's duties, responsibilities and powers, insurance and indemnity arrangements, and rights of access to information.

All new board members are also provided with an extensive briefing on the company and industry-related matters within a thorough induction process.

Selection of Chair

The Metroglass Constitution provides that the directors may elect a chairperson of the company and also determine the period for which the chairperson is to hold office. Peter Griffiths is an independent director and is currently the appointed chairperson.

Retirement and Re-election

The company's Constitution and NZX Main Board Listing Rules require a newly appointed director to stand for election at the next Annual Shareholders' Meeting (ASM). Mark Eglinton and Graham Stuart, both appointed by the board after the 2019 ASM, were elected as directors of Metro Performance Glass Limited at the company's ASM on 21 August 2020.

Corporate Governance (continued)

Board, Director and Committee Evaluation

In accordance with the board and committee charters, the board annually reviews its performance, policies and practices. It also reviews annually the performance of each director and board committee. These reviews are carried out both formally and informally.

The last full board performance review was completed across April and May 2021 with the assistance of governance services firm Propero Consulting. The Audit and Risk Committee was last reviewed in February 2021 and the People and Culture Committee was last reviewed in June 2020.

Diversity and Inclusion

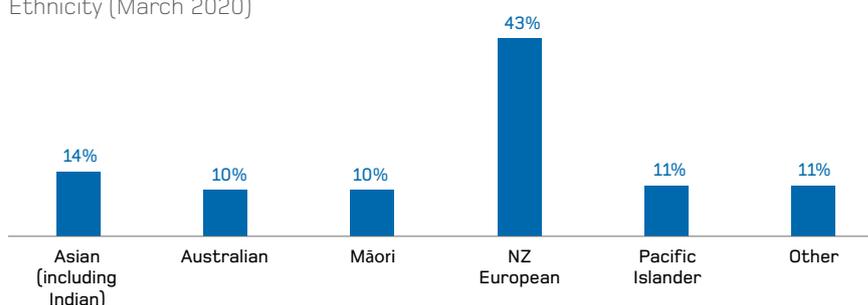
Metroglass and its board believe that an equal opportunity workplace in which differences in gender, age, ethnicity, nationality, religion, sexual orientation, physical ability, marital status, experience and perspective are well represented, results in a competitive advantage and helps the company to better connect with its diverse set of customers and other stakeholders.

How is our workforce made up?*

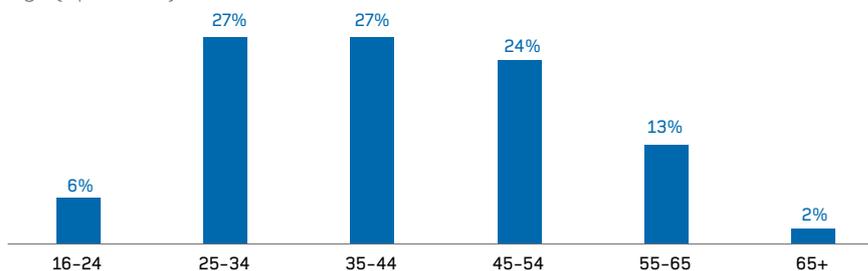
Gender (March 2020)



Ethnicity (March 2020)



Age (April 2021)



* Workforce diversity data sourced from staff surveys

The company believes that an ability to attract and retain a diverse and inclusive workforce broadens the recruitment pool of high-calibre candidates, enhances innovation and improves business performance. A copy of the company's Diversity and Inclusion Policy is available in the Corporate Governance section of the company's website.

As at 31 March 2021 (and 31 March 2020 for the prior comparative period), the mix of gender among the company's board and SLT were:

31 March 2021	Female	Male	Total	% Female
Board	1	5	6	17%
Senior Leadership Team	3	7	10	30%
31 March 2020	Female	Male	Total	% Female
Board	1	5	6	17%
Senior Leadership Team	3	5	8	38%

Metroglass is committed to providing an inclusive and diverse environment throughout the company. The company's current diversity and inclusion objectives are:

- Ensure that Metroglass' workforce reflects the diversity of its stakeholder community
- Increase the understanding and acceptance of difference
- Maintain fair and consistent reward and recognition
- Ensure female candidates are identified for all board and senior management vacancies.

Corporate Governance (continued)

In 2020 the board approved three strategic initiatives to advance the company's diversity objectives in the 2021 financial year. The table below details these initiatives and Metroglass' progress against them.

INITIATIVE	PROGRESS MADE
1. Develop a workplace flexibility policy	COVID-19 provided the company with a unique opportunity to develop and test its flexible working or working from home, offering tools and guidelines. The vast majority of non-factory or glazing staff were able to successfully work remotely for an extended period early in the financial year, and during subsequent lockdowns in Auckland. The company is currently finalising a formal Workplace Flexibility Policy, taking into account the key learnings from 2020 as well as feedback from staff and other stakeholders.
2. Continue to focus on increasing the number of females we have across all levels of the business	13% of the board and senior management roles recruited for in the past financial year had a successful female candidate (2020: 13%) and 38% had at least one short-listed female candidate who was interviewed (2020: 38%). Turnover in senior roles was low over this period, with only eight senior role changes across the group in FY21.
3. Understand our current gender pay parity	An internal pay parity audit was completed during the year. This audit highlighted no major disparities, however a few outliers will be addressed through upcoming remuneration reviews.

The company's planned initiatives for the 2022 financial year are to:

1. Conduct diversity and inclusion training for all hiring managers to ensure our recruitment process is inclusive and helps us to attract a diverse range of talent
2. Take at least 50% of our senior managers through unconscious bias training.

Principle 3: Board Committees

"The board should use committees where this will enhance its effectiveness in key areas, while still retaining board responsibility."

In the year to 31 March 2021, the board had two standing committees, being the Audit and Risk Committee and People and Culture Committee.

Board and Committee Composition and Attendance 12 Months to 31 March 2021

Director	Board meetings attended	Audit and Risk Committee meetings attended	People and Culture Committee meetings attended	Appointed/Resigned
Meetings held	17	12	4	
Sitting Directors				
Peter Griffiths	17/17 (c)	4/4		Appointed: 02/09/16
Angela Bull	16/17		4/4 (c)	Appointed: 05/05/17
Russell Chenu	15/17	12/12		Appointed: 05/07/14
Mark Eglinton	16/16		4/4	Appointed: 01/04/20
Rhys Jones	17/17		4/4	Appointed: 01/04/18
Graham Stuart	16/17	12/12 (c)		Appointed: 01/12/19
Past Directors				
Willem (Bill) Roest	9/9	8/8		Appointed: 05/07/14 Resigned: 30/06/20

(c) indicates Chair.

The board periodically reviews the need for additional committees. Each committee operates under charters approved by the board, and any recommendation that committee members make are directed to the board. They do not make decisions on behalf of the company in their own right.

The board's committees and their members as at 21 May 2021 were:

- Audit and Risk Committee: Graham Stuart (Chair), Russell Chenu and Peter Griffiths
- People and Culture Committee: Angela Bull (Chair), Mark Eglinton and Rhys Jones.

Corporate Governance (continued)

Audit and Risk Committee

The Audit and Risk Committee is responsible for overseeing the risk management framework (including treasury and financing policies), treasury, insurance, accounting and audit activities of Metroglass. It reviews the adequacy and effectiveness of internal controls, meets with and reviews the performance of external auditors, oversees internal audit matters, reviews the consolidated financial statements and makes recommendations on financial and accounting policies.

Members of the Audit and Risk Committee are appointed by the board and comprise a minimum of three members who are each non-executive directors of Metroglass. A majority of members must be independent directors and at least one director must have an accounting or financial background.

Employees of Metroglass only attend meetings of the Audit and Risk Committee at the invitation of the committee. The Audit and Risk Committee Charter is reviewed at least every two years and was last reviewed by the board on 20 November 2020.

People and Culture Committee

The People and Culture Committee's mandate is to assist the board in ensuring the elements of people, organisation and culture support the company's strategy and business plan.

The committee achieves its goals by reviewing and considering: the capability of the organisation at senior levels and in any identified key roles; the remuneration strategy required to secure the desired level of organisational capability; the nominations process for the appointment and succession planning of the CEO and the board; and company policies that relate to people, including oversight of diversity and inclusion.

The People and Culture Committee is comprised of at least two, and not more than four, independent directors. Employees of Metroglass only attend meetings at the invitation of the committee. The People and Culture Committee Charter is reviewed at least every two years and was last approved by the board on 1 April 2021.

Takeover Protocol

Metroglass has adopted a Takeover Response Policy to assist in guiding the board and management in the event that the company receives an offer or an approach by a potential acquirer for a controlling stake in Metroglass. This policy is reviewed at least every three years and was last approved by the board on 16 December 2020.

Principle 4: Reporting and Disclosure

"The board should demand integrity in financial and non-financial reporting, and in the timeliness and balance of corporate disclosures."

Metroglass is committed to providing financial reporting that is balanced, clear and objective and informs shareholders (both current and prospective) and market participants of all information that might have a material effect on the price of its traded financial products.

The quality, integrity and timeliness of external reporting and the company's compliance with the disclosure and reporting obligations imposed under the Listing Rules of NZX, ASX, the Companies Act and other relevant legislation are overseen by the Audit and Risk Committee.

The company's full-year statements, which have been prepared in accordance with the relevant financial standards, are set out from pages 22 to 60 of this Annual Report.

Market Disclosure Policy

The board has adopted a Market Disclosure Policy, available in the Corporate Governance section of the company's website, which sets out how the company will comply with its disclosure and reporting obligations.

Metroglass is committed to ensuring the timely disclosure of material information about the Metroglass Group and to making sure that the company complies with NZX Main Board Listing Rules. The Board of Directors is ultimately responsible for ensuring Metroglass complies with the Market Disclosure Policy and continuous disclosure obligations. The board has established a Disclosure Committee to achieve this. The board also considers at

each board meeting whether any information discussed at the meeting requires disclosure.

The policy is reviewed at least every two years and was last reviewed by the board on 22 May 2019.

Charters and Policies

The key corporate governance documents referred to in this section, including policies and charters, are available in the Investor Centre section of the company's website at: www.metroglass.co.nz/investor-centre/governance/.

Sustainability and Non-Financial Reporting

Metroglass provides non-financial disclosures on matters including strategic and operational priorities for the year, risk management, safety and wellbeing, and diversity and inclusion. At this time, the company does not report under a recognised environmental, social and governance framework but aims to provide non-financial information that would be useful to its stakeholders.

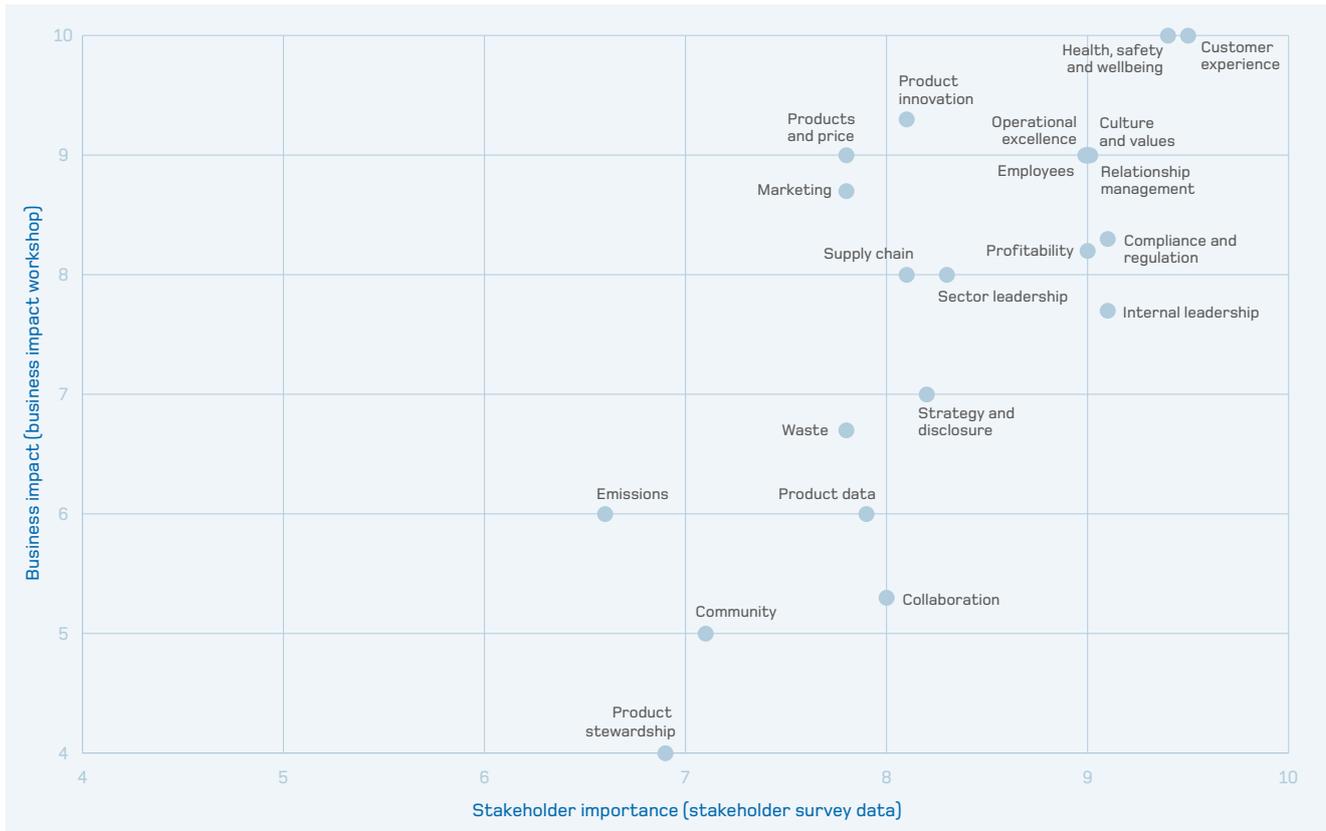
This year, Metroglass actively engaged with its key stakeholders to better understand what matters most to them. With support from our partner thinkstep-anz, we identified and ranked the issues stakeholders regard as material for our business using a combination of interviews, workshops and surveys. The engagement process identified a long list of topics which were validated and aggregated through engagement with key internal stakeholders and against the feedback received from external stakeholders.

The method of determining material topics for reporting followed the Global Reporting Initiatives (GRI) 101 Standard, including the principles of materiality and stakeholder inclusivity. The stakeholder set represented a wide range of diverse interests and included staff, customers, industry bodies, regulators and shareholders, across both New Zealand and Australia.

Corporate Governance (continued)

Metroglass' inaugural materiality matrix (completed in April 2021)

Metroglass 2021 Materiality Matrix



Overall, 21 material topics were assessed and included in Metroglass' materiality matrix for 2021. Metroglass' materiality matrix follows a common format in which the significant majority of topics are assigned a score above 6 on both axes. This is typical and underscores the fact that while some topics are more important than others, ultimately all topics on a materiality matrix have an inherent level of significance.

In addition, Metroglass' materiality matrix illustrates a clear trendline from the bottom left of the matrix through to the top right. This indicates an overall positive correlation between stakeholder

importance and business impact for the identified topics.

This is encouraging as it suggests that the topics important to stakeholders may have a proportionate impact on the business and vice versa. Internationally, many materiality matrices follow a similar pattern.

Next steps

The results of this materiality assessment will be used as impetus to further design and refine Metroglass' sustainability journey by complementing existing initiatives which are already underway.

Metroglass intends to develop and report on a suite of measurable key performance indicators on the most material topics. Where there are none and Metroglass considers it is a topic that it is able to influence irrespective of their position on the matrix, Metroglass plans to develop indicators.

Developing specific targets and key performance indicators within the high-priority areas will provide a transparent future commitment to environmental, social and economic progress.

Corporate Governance (continued)

Principle 5: Remuneration

"The remuneration of directors and executives should be transparent, fair and reasonable."

The Metroglass board believes its practices ensure fair and reasonable remuneration. The company's remuneration policies are aimed at ensuring that the remuneration of directors and all staff properly reflects each person's accountabilities, duties, responsibilities and their level of performance. They are also aimed at making sure that remuneration is competitive in attracting, motivating and retaining staff of the highest calibre.

The board's People and Culture Committee has a formal Charter. Its membership and role are set out under Principle 3 above.

The company's remuneration policies and disclosures are covered in the Remuneration section on pages 78 to 81 of this Annual Report.

Principle 6: Risk Management

"Directors should have a sound understanding of the material risks faced by the issuer and how to manage them. The board should regularly verify that the issuer has appropriate processes that identify and manage potential and material risks."

The identification and effective management of the company's risks is a priority of the board. It is responsible for:

- Identifying the principal risks of Metroglass' business
- Reviewing and ratifying Metroglass' systems of internal compliance and control, risk management and legal compliance, to determine the integrity and effectiveness of those systems
- Approving and monitoring internal and external financial and other reporting, including reporting to shareholders, the NZX, the ASX and other stakeholders.

The board has established an Audit and Risk Committee responsible for ensuring that effective risk management systems and internal controls are in place, including reviewing material risk exposures and the steps management has taken to monitor, control and report such exposures.

The board has made the CEO accountable for all operational and compliance risks across the group, including safety and wellbeing (see below). The Chief Financial Officer (CFO) has management accountability for the implementation of the risk framework across all the company's businesses.

As part of its risk management framework, Metroglass continually assesses risks against all relevant areas of material business risk. Metroglass' main risks and mitigation plans are reviewed every six months by the Audit and Risk Committee.

Safety and Wellbeing

The safety and wellbeing of the company's staff, contractors and customers is fundamental to Metroglass' pursuit of leadership in glass solutions. Accordingly, all regular board meetings and risk reviews specifically look at safety and wellbeing matters. The company maintains a safety and wellbeing risk register for both New Zealand and Australia, which is reviewed by the board at least annually.

In view of the customer, manufacturing and glazing focus of the business, and the nature of the company's products, key risks are strains, sprains and lacerations resulting from the manual aspect of its work processes. Metroglass mitigates these risks by automating activities or providing mechanical assistance where possible, mandating the use of appropriate personal protective equipment and by training staff and contractors in correct manual handling practices. In FY21 the business has focused on promoting and improving early intervention practices which allow for identification and reporting of early signs of discomfort. This enables

assistance with activity assessments and provision of light duties to ease any discomfort experienced. To maintain visibility of such reports, the company's total recordable incident frequency rate (TRIFR) reporting presented below has been expanded to include restricted work injuries in addition to lost-time and medical treatment injuries.

The safety and wellbeing of our people is always at the centre of our people initiatives. Metroglass believes that all injuries are preventable and that its people should get home safe every day. With a positive attitude towards risk management and compliance with the control processes, we actively strive to learn from accidents, near misses and safety performance indicators and bring about continual improvement. The company has placed strong emphasis on ensuring the correct reporting and recording of incidents, and that all events are thoroughly investigated, and learnings communicated to prevent recurrence.

The company's safety programme and systems are evolving and maturing, and we are continuing to put considerable effort into supporting our teams with improved working practices and standards for controlling hazards effectively. All the company's New Zealand properties are working towards implementing a health and safety management system based on industry best practice (ISO 45001). In FY21 we also introduced updated health and safety management software which, when fully implemented, will automate various health and safety management processes and provide enhanced documentation and reporting functions to assist in our continuous improvement initiatives.

Corporate Governance (continued)

Group safety performance

	FY21	FY20	FY19
LTIFR (33 incidents)	15.6	19.4	16.0
TRIFR (new methodology) Includes: LTIs, MTIs and RWIs (112 incidents)	53.0		
TRIFR (prior methodology) Includes: LTIs and MTIs (58 incidents)	27.4	40.2	51.8

Notes:

- Acronyms stand for: lost time injury (LTI), medical treatment injury (MTI), restricted work injury (RWI);
- Lost-Time Injury Frequency Rate (LTIFR) is measured by calculating the number of injuries resulting in at least one full workday lost per million hours worked;
- Total Reportable Incident Frequency Rate (TRIFR) is measured by calculating the number of medical treatment cases, restricted work cases and lost-time injuries per million hours worked.
 - > The FY21 TRIFR metric includes 54 restricted work cases. This is a new report and incident capture category that tracks early intervention taken to prevent aggravation into a lost-time injury.

Principle 7: Auditors

“The board should ensure the quality and independence of the external audit process.”

The Metroglass Audit and Risk Management Committee is charged with overseeing all aspects of the external and internal audit of the company. It does not take decisions on behalf of the board. However, it has delegated responsibility for:

External Audit

- Recommending the appointment and removal of the auditors
- Recommending audit fees
- Reviewing auditor independence and performance
- Reviewing and monitoring audit service delivery

- Ensuring the ability of the external auditors to carry out their statutory audit role and their independence is not impaired, or could reasonably be perceived to be impaired
- Serving as the primary contact point for auditors in relation to any problems, reservations or issues arising from the audit and referring matters of a material or serious nature to the board.

Internal Audit

- Recommending internal audit assignments
- Monitoring and reviewing the internal auditing practices.

The company does not have a stand-alone internal audit function. External advisors are employed to evaluate and improve the effectiveness of the company's risk management and internal processes. Progress and results on these projects are reported regularly to the Audit and Risk Committee or the board.

The Audit and Risk Committee is authorised by the board, at Metroglass' expense, to obtain such outside legal or other independent information and advice including market surveys and reports, and to consult with such management consultants and other outside advisors as it views necessary to carry out its responsibilities.

The Audit and Risk Committee meets at least three times each year (the committee met 12 times in FY21) and has direct access to Metroglass' external and internal auditors and senior management. On at least one occasion each year, the Audit and Risk Committee meets with the external auditors without management present.

Annual Shareholders' Meeting

Shareholders have the opportunity to ask questions of the board and of the external auditors, who attend the Annual Shareholders' Meeting. The external auditors are available to answer questions from shareholders in relation to the conduct of the audit, the independent audit report and the accounting policies adopted by Metroglass.

Principle 8: Shareholder Rights and Relations

“The board should respect the rights of shareholders and foster constructive relationships with shareholders that encourage them to engage with the issuer.”

Metroglass endeavours to keep its shareholders informed of important developments concerning the company and encourages them to follow its announcements. Metroglass believes that effective engagement with investors will benefit both the company and investors.

In the 2021 financial year, Metroglass communicated with its shareholders using the following means:

- Periodic market announcements, which are released first to NZX and ASX
- Periodic investor briefings or site tours, the materials for which are also released first to NZX and ASX (if the materials are different to that previously released to the NZX and ASX)
- The Annual and Interim Reports
- The Annual Shareholders' Meeting and the Notice of Meeting
- The company's corporate website.

The company's Chair, CEO, CFO and Investor Relations Officer currently lead engagement with shareholders and, in line with Metroglass' Market Disclosure Policy, aim to be responsive, to provide clear, accurate and timely disclosures, and to provide meaningful insight into the company and the industry.

Corporate Governance (continued)

Electronic Communications

Shareholders are encouraged to receive communications from, and send communications to, the company and its security registry electronically. The shareholder contact point at the company is: glass@metroglass.co.nz.

Annual Reports

Metroglass' Annual Reports and Interim Reports are all available on the company's website at: www.metroglass.co.nz/investor-centre/annual-interim-reports. Shareholders can elect to receive a printed copy of these reports by contacting the company's share registrar, Link Market Services. Any shareholder who does request a hard copy of the Metroglass Annual Report will be sent one in the regular post.

Shareholder Voting Rights

In accordance with the Companies Act 1993, Metroglass' Constitution and the NZX Main Board Listing Rules, the company refers major decisions which may change the nature of the company to shareholders for approval.

Metroglass conducts voting at its shareholder meetings by way of a poll and on the basis of one share, one vote. Further information on shareholder voting rights is set out in Metroglass' Constitution.

Notice of Annual Shareholders' Meeting

Metroglass' previous annual shareholders' meeting was held on 21 August 2020. The notice of the meeting was released to the market on 22 July 2020. Minutes of the

meeting are available on the company's website at: www.metroglass.co.nz/investor-centre/annual-shareholders-meeting/.

The 2021 Annual Shareholders' Meeting is expected to be held on 6 August 2021 in Auckland. The time and place will be provided by notice to all shareholders nearer to that date.

Remuneration Report

All remuneration packages are reviewed at least annually, considering individual and company performance, market movements and independent advice. The objective of the company's Remuneration Policy is to ensure that the remuneration of directors and all staff properly reflects each person's accountabilities, duties, responsibilities and their level of performance, to ensure that remuneration is competitive in attracting, motivating and retaining staff of the highest calibre.

Directors' Remuneration

The company distinguishes the structure of non-executive directors' remuneration from that of executive directors. Non-executive directors are paid a fixed fee in accordance with the determination of the board. The total amount of remuneration and other benefits received by each director during the year ended 31 March 2021 is set out below.

Director	Responsibilities	2021 Directors' Fees
Standing Directors		
Peter Griffiths	Chair of the Board, Member of the Audit and Risk Committee	\$160,000
Angela Bull	Director, Chair of the People and Culture Committee	\$85,000
Russell Chenu	Director, Member of the Audit and Risk Committee	\$90,000
Mark Eglinton	Director, Member of the People and Culture Committee	\$85,000
Rhys Jones	Director, Member of the People and Culture Committee	\$85,000
Graham Stuart	Director, Chair of the Audit and Risk Committee	\$97,500*
Past Directors		
Willem (Bill) Roest	Director, Chair of the Audit and Risk Committee	\$25,000**
Total		\$627,500

* Graham Stuart was appointed to the board with effect from 1 December 2019, as a member of the Audit and Risk Committee from 1 April 2020 and as Chair of the Audit and Risk Committee from 1 July 2020.

** Willem (Bill) Roest resigned from the board with effect from 30 June 2020.

The Chair of the Board receives \$160,000 per annum (with no additional committee fees paid) and the non-executive directors receive \$80,000 per annum. The Chair of the Audit and Risk Committee receives an additional \$20,000 per annum and other members of the Audit and Risk Committee receive an additional \$10,000 per annum. The Chair and members of the People and Culture Committee receive an additional \$5,000 per annum. Directors may also seek the board's approval for special remuneration should the specific circumstances justify this (2021: Nil). The company currently has no executive directors on the board.

The board reviews its fees on a periodic basis. The maximum aggregate amount of remuneration payable by Metroglass to the non-executive directors (in their capacity as directors) is set at \$614,000. This fee pool was last changed in May 2017 when it was increased from \$600,000 to \$614,000 following the appointment of an additional director in accordance with the NZX Listing Rules in place at that time. The fee pool was temporarily increased in FY21 to accommodate an additional director (from 1 April 2020 to 30 June 2020) in accordance with NZX Listing Rule 2.11.3.

Directors' fees exclude GST, where appropriate. No retirement or termination benefits are paid to non-executive directors; however, directors are entitled to be refunded for reasonable travel and other expenses incurred by them in connection with their attendance at board or shareholder meetings, or otherwise in connection with the Metroglass Group's business. The company does not offer an equity-based remuneration scheme for directors. The board considers that director and executive remuneration is appropriate and is not excessive.

Directors and officers also have the benefit of Directors and Officers' Liability insurance. This covers risks normally included in such policies arising out of acts or omissions of directors and employees in their capacity as such. The insurance cover is supplemented by the provision of director and officer indemnities from the company but this does not extend to criminal acts.

Executive Remuneration

The remuneration of members of senior management (CEO, SLT and certain direct reports) is designed to promote a higher-performance culture, to secure the participant's retention in Metroglass and to reward performance that underpins the achievement of Metroglass' business strategy and long-term shareholder wealth creation.

Remuneration Report (continued)

The board is assisted in delivering its responsibilities and objectives for executive remuneration by the People and Culture Committee. The role and membership of this committee is set out under Principle 2 in the Statement of Corporate Governance.

The CEO's performance is reviewed annually by the board. The CEO reviews the performance of the SLT and makes recommendations to the board for approval in relation to the team's remuneration and achievement of key performance indicators (KPIs).

The compensation structures of the CEO and senior management is made up of three elements:

- A fixed base salary
- A discretionary short-term incentive (STI)
- A long-term incentive (LTI).

Short-term incentives

Short-term incentives (STI) are at-risk payments designed to motivate and reward for performance, typically within that particular financial year. The target value of an STI payment is set annually, usually as a percentage of the participant's base salary. For the 2021 financial year, the relevant percentages varied from 10% to 50%.

The STI plans relate to achievement of annual performance metrics which aim to align executives to a shared set of KPIs based on business priorities for the next 12 months and that participants are able to influence. Target measurements are set on either a regional or a national basis depending on the participant's position and role.

In the 2021 financial year, the sole metric driving the STI plans for both New Zealand and Australia was:

Target	Weighting	FY21 Result: NZ	FY21 Result: Australia
Earnings before interest and tax (EBIT) performance	100%	Achieved (100%)	Partially achieved 25%

The payable rewards for each STI KPI target are determined by the level of performance achieved and are calculated on a linear scale increasing from the 'Minimum performance target' and receiving 30% of the specified reward, up to the 'Maximum performance target' and receiving 100% of the specified reward. The 2021 STI plan did not allow for additional payments where actual performance exceeded the Maximum performance target.

The board retains discretion on the payment of STI awards and will consider additional factors. For example, STI payments may be withheld if there was a death or permanent material disability of any worker (exceptions may be made for a motor accident and acts of God as beyond management control).

Long-term incentives

The company's LTI plan for FY21 was announced on 7 August 2020. The LTI plan is made up of both performance share rights and share options. The LTI is designed to secure those employees' retention in Metroglass and to reward performance that underpins the achievement of Metroglass' business strategy and long-term shareholder wealth creation. The key features of the 2021 LTI plan are as follows:

- Participants will be offered an annual award of a specified number of both performance rights and share options in Metroglass (in accordance with the LTI rules).
- The performance rights will enable participants to acquire shares in Metroglass with no consideration payable, subject to Metroglass achieving set performance hurdles and meeting certain vesting conditions.
- The share options enable participants to acquire shares in Metroglass at a specified exercise price, subject to Metroglass achieving set performance hurdles and meeting certain vesting conditions.

A total of 8,966,741 share options and 3,673,575 performance share rights remain outstanding pursuant to the 2018, 2019, 2020 and 2021 LTI plans as at 21 May 2021.

2017 NZ Employee Share Purchase Scheme (Scheme)

On 21 February 2017, Metroglass launched an employee share purchase scheme for New Zealand-based employees. This scheme enabled participants to purchase either \$1,000 or \$2,000 worth of Metroglass shares at a 50% discount to market value. Shares are held in trust on behalf of the participants for a minimum three-year holding period. In aggregate, 348,086 shares were issued under this scheme on 21 February 2017 at an issue price of \$1.54. This scheme vested in February 2020 and has now been closed.

Remuneration Report (continued)

Chief Executive Officer's Remuneration:

Metroglass' CEO Simon Mander joined the company on 19 November 2018. The former CEO departed on 31 March 2018.

Fixed CEO remuneration for the past five financial years (12 months to 31 March)

Financial year	CEO	Fixed Remuneration		
		Salary	Other benefits**	Total fixed remuneration
FY21	Current	\$650,000	\$26,132	\$676,132
FY20	Current	\$650,000	\$25,682	\$675,682
FY19	Current	\$214,166*	\$8,173	\$222,339
FY18	Former	\$550,000	\$20,385	\$570,385
FY17	Former	\$500,000	\$18,555	\$518,555

* Pro-rated for a partial year.

** Other benefits include medical insurance and KiwiSaver.

Description of Chief Executive Officer's remuneration for performance for the year ended 31 March 2021

Plan	Description	Performance measures	Percentage of maximum awarded
STI	Set at 50% of fixed remuneration for FY21 if the highest STI target is achieved. This year's scheme did not allow for additional incentive payments should performance exceed the top STI target.	100%: EBIT performance	99.5%
LTI	Issued 19 June 2020. The first vesting date is 3 July 2023 and no instruments have yet had the chance to vest.	50% share options require Metroglass' Total Shareholder Return (TSR) to exceed a compound annual pre-tax rate that is 1% above the company's cost of equity	N/A
		50% performance share rights measured against NZX 50 group TSR hurdle	N/A

PAY FOR PERFORMANCE: SHORT-TERM INCENTIVES

Financial year of STI payment	CEO	Relevant performance period	% STI awarded against maximum	STI paid
FY22	Current	FY21	99.5%	\$323,278
FY21	Current	FY20	Nil	Nil
FY20	Current	FY19	59%	\$96,364*
FY19	Former	FY18	Nil	Nil**
FY18	Former	FY17	10%	\$28,563

* Prorated for 4 months out of 12 following the CEO joining in November 2018.

** A separate one-off incentive payment was awarded to the departing CEO in the 2019 financial year as described in detail in the 2018 Annual Report.

Remuneration Report (continued)

PAY FOR PERFORMANCE: LONG-TERM INCENTIVES					
	CEO	LTI (initial grant values)*	% LTI vested against maximum	Span of LTI performance periods	
FY21	Current	162,500	N/A	04/07/20 – 03/07/23	
FY20	Current	162,500	N/A	07/06/19 – 06/06/22	
FY19	Current	Nil	N/A		N/A
FY18	Former	125,000	Nil**	08/06/17 – 08/06/20	
FY17	Former	125,000	Nil**	10/06/16 – 10/06/19	

* These are LTI grant values (not payments), which require relevant hurdles to be met over specific performance periods. Performance with regard to the FY20 LTI scheme will be tested in the FY23 year.

** These holdings were cancelled when the former CEO left the company (the three-year holding hurdle was not met).

Employees' Remuneration

The number of employees or former employees (including employees holding office as directors of subsidiaries) who received remuneration and other benefits in their capacity as employees, the value of which was at or in excess of \$100,000 and was paid to those employees during the financial year ended 31 March 2021, is specified in the table below.

The remuneration figures shown in the "Remuneration" column include all monetary payments actually paid during the course of the 2021 financial year. This includes salary, STI payments that were paid during the year, and the value of performance share rights and share options (LTI) expensed during the financial year. Remuneration shown below includes settlement payments and payments in lieu of notice with respect to certain employees upon their departure from the company but does not include any amounts paid post 31 March 2021 that relate to the year ended 31 March 2021.

Remuneration	Number of employees	Remuneration	Number of employees
100,000 – 110,000	47	220,000 – 230,000	1
110,000 – 120,000	29	230,000 – 240,000	1
120,000 – 130,000	24	240,000 – 250,000	2
130,000 – 140,000	15	250,000 – 260,000	1
140,000 – 150,000	11	270,000 – 280,000	1
150,000 – 160,000	6	280,000 – 290,000	1
160,000 – 170,000	3	290,000 – 300,000	1
170,000 – 180,000	7	300,000 – 310,000	2
180,000 – 190,000	2	310,000 – 320,000	1
190,000 – 200,000	3	420,000 – 430,000	1
200,000 – 210,000	5	560,000 – 570,000	1
210,000 – 220,000	1	740,000 – 750,000	1

Statutory Information

Securities Exchange Listing

Metroglass' shares are listed on the New Zealand Securities Exchange (NZX) and Australian Securities Exchange (ASX).

Shares on issue as at 31 March 2021

Register	Security	Holders	Units
New Zealand	MPG (NZX)	2,939	183,278,550
Australia	MPP (ASX)	109	2,099,536
Total	MPG (Dual)	3,048	185,378,086

Securities issued, and still outstanding, under the 2017 – 2021 long term incentive plans as at 31 March 2021:

Long-Term Incentive Scheme	Security	Holders	Units
2018 Performance Share Rights	MPG (NZX)	18	193,367
2018 Share Options	MPG (NZX)	18	773,472
2019 Performance Share Rights	MPG (NZX)	24	374,275
2019 Share Options	MPG (NZX)	24	1,193,009
2020 Performance Share Rights	MPG (NZX)	32	1,486,293
2020 Share Options	MPG (NZX)	32	3,963,436
2021 Performance Share Rights	MPG (NZX)	12	1,619,640
2021 Share Options	MPG (NZX)	12	3,036,824

Statutory Information (continued)

Top 20 Shareholders

Metroglass' top 20 registered shareholders as at 31 March 2021 were as follows:

Rank	Investor name	Shares at % 31 March 2021	Shares
1	HSBC Nominees (New Zealand) Limited ¹	29,849,086	16.10%
2	Masfen Securities Limited	25,401,929	13.70%
3	Accident Compensation Corporation ¹	13,126,316	7.08%
4	Takutai Limited	7,108,825	3.83%
5	Benjamin James Renshaw	5,386,260	2.91%
6	New Zealand Depository Nominee	3,850,547	2.08%
7	Trevor John Logan	3,259,670	1.76%
8	FNZ Custodians Limited	2,224,461	1.20%
9	Daniel Charles Skinner	1,698,630	0.92%
10	Grant James Houseman	1,482,267	0.80%
11	Private Nominees Limited ¹	1,296,045	0.70%
12	Philip George Lennon	1,250,341	0.67%
13=	Kevin John Summersby	1,200,000	0.65%
13=	Ryca Investments Limited	1,200,000	0.65%
13=	Andrew Rutherford Wallace & Miranda Ruth Burdon	1,200,000	0.65%
16	Weijun Zhang & Yuhua Yang	1,000,000	0.54%
17	Da Wei Chu Su	990,000	0.53%
18	Citibank Nominees (Nz) Ltd ¹	946,559	0.51%
19	Hui Wen Yang	930,000	0.50%
20	Jedi Investments Limited	900,000	0.49%
Totals:	Top 20 registered holders of ordinary shares	104,300,926	56.26%
Totals:	Remaining holders' balance	81,077,150	43.74%

¹ Held through New Zealand Central Securities Depository Limited (NZCSD). NZCSD provides a custodial depository service which allows electronic trading of securities by its members and does not have a beneficial interest in these shares. As at 31 March 2021, a total of 45,218,086 Metroglass shares (or 24.39% of the ordinary shares on issue) were held through NZCSD.

Substantial Shareholders

According to the records kept by the company under the Financial Markets Conduct Act 2013, the following were substantial holders in the company as at 31 March 2021. Shareholders are required to disclose their holdings to Metroglass and to its share registrar by giving a "Substantial Shareholder Notice" when:

- They begin to have a substantial shareholding (5% or more of Metroglass' shares)
- There is a subsequent movement of 1% or more in a substantial holding, or if they cease to have a substantial holding
- There is any change in the nature or interest in a substantial holding.

Investor name	Number of shares as at 31 March 2021	%	Date of most recent notice
Masfen Securities Limited	25,401,929	13.70%	17/02/20
Bain Capital Credit, LP	21,162,862	11.42%	30/11/18
Accident Compensation Corporation	13,126,316	7.08%	25/03/19

Statutory Information (continued)

The following shareholder ceased to be a substantial shareholder during the period 1 April 2020 to 31 March 2021: Investment Services Group Limited (inclusive of Devon Funds Management) on 20 April 2020.

Distribution of Shareholders

As at 31 March 2021:

Range	Number of holders	%	Number of shares	%
1 – 1,000	251	8.23	170,213	0.09
1,001 – 5,000	989	32.45	2,823,447	1.52
5,001 – 10,000	555	18.21	4,534,123	2.45
10,001 – 50,000	921	30.22	22,533,866	12.16
50,001 – 100,000	163	5.35	12,204,380	6.58
Greater than 100,000	169	5.54	143,112,057	77.20
Total	3,048	100.00%	185,378,086	100.00%

Voting Rights

Section 15 of the company's Constitution states that a shareholder may vote at any meeting of shareholders in person or through a representative. Metroglass conducts voting by way of a poll; using this method every shareholder present (or through their representative) has one vote per fully-paid-up share they hold. Unless the board determines otherwise, shareholders may not exercise the right to vote at a meeting by casting postal votes. More detail on voting can be found in Metroglass' Constitution available on the company's website at: www.metroglass.co.nz/investor-centre/governance/.

Trading Statistics

Metroglass is listed on both the NZX and ASX. The trading ranges for the period 1 April 2020 to 31 March 2021 are as follows:

	NZX (NZD)	ASX (AUD)
Minimum	\$0.151 (22/05/20)	\$0.15 (13/05/20)
Maximum	\$0.455 (11/02/21)	\$0.42 (21/12/20)
Range	\$0.151 – \$0.455	\$0.15 – \$0.42
Total shares traded	54,199,064	2,088,2781

¹ Trading in Metroglass shares on the ASX is less liquid than it is on the NZX. The final date on which shares were traded on the ASX during the 12 months to 31 March 2021 was 16 March 2021.

Statutory Information (continued)

Dividend Policy

Dividends and other distributions with respect to the shares are only made at the discretion of the board of Metroglass.

Any dividend can only be declared by the board if the requirements of the Companies Act 1993 are also satisfied. The board's decision to declare a dividend (and to determine the quantum of the dividend) for shareholders in any financial year will depend on, among other things:

- All statutory or regulatory requirements
- The financial performance of Metro Performance Glass
- One-off or non-recurring events
- Metroglass' capital expenditure requirements
- The availability of imputation credits
- Prevailing business and economic conditions
- The outlook for all of the above
- Any other factors deemed relevant by the board.

Over the past three financial years, the company has prioritised debt reduction and worked towards achieving a leverage ratio for the group (as measured by net debt to rolling 12-month EBITDA) of approximately 1.5 times. Despite the disruptions from COVID-19, the success of Metroglass' debt reduction means that the group is expecting to reach its 1.5x leverage target in the first half of FY22. At 31 March 2021, this ratio was 1.7x times (on a pre-IFRS 16 basis).

No dividends have been declared in respect of the 2021 financial year. It is the board's current intention to resume dividend payments alongside the company's FY22 interim results. The company will seek to pay dividends of between 50% and 70% of net profit after tax before significant items, subject to several considerations including those listed above.

NZX and ASX Waivers

Metroglass does not have any waivers from the requirements of the NZX Main Board Listing Rules and has waivers in place with the ASX that are standard for a New Zealand company listed on the ASX.

Metroglass has an ASX Foreign Exempt Listing on the ASX. This category is based on a principle of substituted compliance, recognising that for secondary listings, the primary regulatory role and oversight rest with the home exchange. Metroglass continues to have a full listing on the NZX Main Board.

Disclosure of Directors' Interests

Directors disclosed, under section 140(2) of the New Zealand Companies Act 1993, the following interests as at 31 March 2021:

Director and company	Position
Angela Jennifer Bull	
Callaghan Innovation Research Limited	Director
Realestate.co.nz	Director
Real Estate Institute of New Zealand	Director
Tramco Group	Chief Executive
Russell Langtry Chenu	
5R Solutions Pty Limited	Director
CIMIC Group Limited	Director
Reliance Worldwide Corporation Limited	Director
Mark Kenneth Eglinton	
NDA Group Limited	Director / Shareholder / Officer
Sail City No. 36 Limited	Director / Shareholder
Snapper Rock International Limited	Chair
Young Enterprise Trust	Trustee

Statutory Information (continued)

Director and company	Position
Peter Ward Griffiths	
Another New Plane Co. Limited	Director / Shareholder
Great Barrier Airlines Limited	Director / Shareholder
Island Leader Limited	Director / Shareholder
New Zealand Business and Parliament Trust	Chair / Trustee
NZDS Properties (No. 2) Limited	Director / Shareholder
Shoman Limited	Director / Shareholder
Rhys Jones	
Carbine Aginvest Corporation Limited	Director
Dairy Technology Services Limited	Director
Resin & Wax Holdings Limited	Chair / Shareholder
Ridley Corporation Limited	Director
Vulcan Steel Limited	Director / Shareholder
Vulcan Steel Pty Limited	Director / Shareholder
Graham Robert Stuart	
EROAD Limited	Director
Leroy Holdings Limited	Director / Shareholder
Leroy Holdings Number 2 Limited	Director / Shareholder
Northwest Healthcare Properties Management Limited	Director
Tower Limited	Director
Vinpro Limited	Director

Subsidiaries and Subsidiary Directors

Section 211(2) of the Companies Act 1993 requires the company to disclose, in relation to its subsidiaries, the total remuneration and value of other benefits received by the directors and former directors, together with particulars of entries in the interests registers made, during the year ended 31 March 2021.

No group employee appointed as a director of Metro Performance Glass Limited or its subsidiaries receives or retains any remuneration or other benefits in their capacity as a director, and each is a full-time group employee. The remuneration and other benefits of such employees and former employees (received as employees) totalling NZ\$ 100,000 or more during the year ended 31 March 2021 is included in the remuneration bandings disclosed on page 81 of this Annual Report.

Statutory Information (continued)

As at 31 March 2021, Metroglass' subsidiary companies and subsidiary directors were:

Company	Directors
Australian Glass Group (Holdings) Pty Limited	Simon Mander, Brent Mealings
Australian Glass Group Finance Company Pty Limited	Simon Mander, Brent Mealings
Australian Glass Group Investment Company Pty Limited	Simon Mander, Brent Mealings
Canterbury Glass & Glazing Limited	Simon Mander, Brent Mealings
Christchurch Glass & Glazing Limited	Simon Mander, Brent Mealings
Hawkes Bay Glass & Glazing Limited	Simon Mander, Brent Mealings
I G M Software Limited	Simon Mander, Brent Mealings
Metroglass Finance Limited	Simon Mander, Brent Mealings
Metroglass Holdings Limited	Simon Mander, Brent Mealings
Metropolitan Glass & Glazing Limited	Simon Mander, Brent Mealings
Taranaki Glass & Glazing Limited	Simon Mander, Brent Mealings

Directors' Shareholding in Metroglass

The directors' respective interests in Metroglass shares as at 31 March 2021 are as follows:

	Number of shares in which a relevant interest is held	Acquisition dates	Disposal dates
Angela Bull	65,825	10/07/17, 30/08/17, 28/08/18 and 28/02/20	N/A
Russell Chenu	25,000	29/07/14	N/A
Mark Eglinton	Nil		
Peter Griffiths	195,500	Eight dates between 16/05/16 and 29/08/18	N/A
Rhys Jones	58,000	31/08/18	N/A
Graham Stuart	100,000	28/02/20	N/A

Donations

For the year ended 31 March 2021, Metroglass, including its subsidiaries, made donations of \$9,143.49 (2020: \$27,526.10).

Net Tangible Assets Per Security

Net tangible assets per security at 31 March 2021: 14.0 cents (31 March 2020: 9.9 cents).

Currency

Within this Annual Report, all amounts are in New Zealand dollars, unless otherwise specified.

Credit Rating

Metroglass has not requested a credit rating.

Company Directory

Registered Office

5 Lady Fisher Place
East Tamaki
Auckland 2013
New Zealand

Email: glass@metroglass.co.nz
Phone: +64 9 927 3000

Board Of Directors

Peter Griffiths – Chair and Member of the Audit and Risk Committee

Angela Bull – Non-Executive Director and Chair of the People and Culture Committee

Russell Chenu – Non-Executive Director and Member of the Audit and Risk Committee

Rhys Jones – Non-Executive Director and Member of the People and Culture Committee

Graham Stuart – Non-Executive Director and Chair of the Audit and Risk Committee

Mark Eglinton – Non-Executive Director and Member of the People and Culture Committee

Senior Leadership Team

Simon Mander – Chief Executive Officer

Brent Mealings – Chief Financial Officer

Robyn Gibbard – GM Upper North Island

Gareth Hamill – GM Lower North Island

Nick Hardy-Jones – GM South Island

Nick Johnson – Chief Information Officer

Amandeep Kaur – Group Safety and Wellbeing Manager

Andrew Paterson – GM Strategy and Planning

Barry Paterson – GM Commercial Glazing and Technical

Dayna Roberts – Human Resources Director

Auditor

PricewaterhouseCoopers

15 Customs Street West
Auckland 1010
New Zealand

Lawyers

Bell Gully

Vero Centre
48 Shortland Street
Auckland 1140
New Zealand

Bankers

ASB Bank Limited
Westpac New Zealand Limited
Westpac Banking Corporation

Share Registrar

Link Market Services
Level 11, Deloitte Centre
80 Queen Street, Auckland 1010
PO Box 91976, Auckland 1142
New Zealand

Further Information Online

This Annual Report, all our core governance documents (our constitution, some of our key policies and charters), our investor relations policies and all our announcements can be viewed on our website: www.metroglass.co.nz/investor-centre/.

Investor Calendar

2021 Annual Shareholders' Meeting	6 August 2021
2022 Half Year balance date	30 September 2021
2022 Half Year results announcement	November 2021
2022 Full Year balance date	31 March 2022
2022 Full Year results announcement	May 2022



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