

EDITORIAL ADVISORY BOARD CHARTER



Introduction

This Advisory Board Charter outlines the roles and responsibilities of the Editorial Advisory Board (“the **Editorial Advisory Board**”) of NZME Limited (“**NZME**” or the “**Company**”).

Role of the Editorial Advisory Board

The role of the Editorial Advisory Board is to provide advice, support and constructive challenge to the NZME editorial team across the company’s mastheads, on matters of editorial policy and direction.


It will seek to assist with the enhancement of NZME's editorial excellence, commercial opportunities and strategic positioning in New Zealand's evolving media landscape.

The Editorial Advisory Board does not have executive or decision-making powers. As a non-executive advisory body, it will provide independent counsel to the Chief Content Officer and the NZME Board on editorial standards, audience development and digital transformation initiatives.

Key focus areas

- **Editorial excellence:** Oversight of editorial standards and compliance, guidance on editorial guidelines and ethical frameworks, and advice and counsel for editorial decision-making, including conducting post-publication review of the treatment of substantial stories and topics over a longitudinal period from time to time;
- **Commercial growth:** Identification of audience development opportunities, strategic advice on subscriptions and premium content, assessment of market positioning and competitive differentiation;
- **Talent and content strategy:** Sounding board regarding contributing talent and the development of talent across NZME platforms, evaluation of trends in content performance and audience engagement, digital-first content strategy development;
- **Strategic positioning:** External perspective on NZME's market position, industry trend analysis and future-proofing recommendations, stakeholder relationship guidance; and
- Any other such matters as the Board may direct from time to time.

Chairperson	The Board of NZME shall appoint a Chairperson of the Advisory Board, whose primary responsibility is the efficient functioning of the Editorial Advisory Board.
Meeting Schedule	The Editorial Advisory Board will initially meet monthly, and then every two months, or as otherwise determined by the NZME Board from time to time. The Chief Content Officer and Chief Executive have a standing invitation to attend each Editorial Advisory Board meeting. Minutes from each meeting shall be tabled at the subsequent NZME Board meeting.
Composition of the Editorial Advisory Board	<p>The Editorial Advisory Board shall comprise no more than five (5) members, and shall comprise members whose skills, experience and attributes together contribute to the key areas of focus. All members will be non-executive members and not hold any current employment with the Company.</p> <p>In determining the composition of the Editorial Advisory Board, the NZME Board shall ensure that the members reflect a diverse range of political views and experience. The People, Remuneration and Nominations Committee is responsible for reviewing the composition and membership of the Advisory Board and recommending appointments and reappointments to the NZME Board.</p>
Relationship with Board and Management	<p>The Editorial Advisory Board reports to the full board of NZME. It exists to provide advice and counsel to the Chief Content Officer of NZME and to the Board of NZME.</p> <p>Each member acknowledges that the division of responsibility between the Editorial Advisory Board, Board and management must be respected. Editorial Advisory Board members will inform the NZME Board Chair of interactions with executives.</p>
Editorial Advisory Board expectations	<p>Editorial Advisory Board members are expected to maintain their knowledge of latest governance and business practices, in order to perform their duties.</p> <p>Open and constructive discussion is encouraged at all Editorial Advisory Board meetings, and between the Advisory Board and the editorial leadership team, to ensure the advice given benefits from the diverse range of skills, knowledge and experience of members.</p>



Each member is expected to fully participate in meeting discussions, having read any briefing papers provided. The papers will be provided sufficiently in advance of the meeting to allow adequate reading time. The content, presentation and delivery of papers to members for each meeting will be in accordance with guidelines agreed by the Board.

Members will keep confidential all Editorial Advisory Board information, discussions, deliberations, and decisions. Members' obligations under this clause will continue after they have ceased to be members of the Editorial Advisory Board.

Performance review

The Board of NZME reviews the performance of its committees and advisory boards on an annual basis. The Board may choose to use external facilitators, where appropriate, to assist with reviewing the performance of the Editorial Advisory Board.

Adopted 22 August 2025