

## Substantial Product Holder: Form 3

### Disclosure of ceasing to have substantial holding

Pursuant to [section 279](#) of the Financial Markets Conduct Act 2013

**Note:** This form is to be completed by a person who has previously been required to disclose a substantial holding which they have now ceased to hold. Refer to our [Factsheet on disclosure of relevant interests on the Catalist Public Market](#). Please refer to the instructions at the end of this form.

#### To: Catalist Markets Limited

and

To: \_\_\_\_\_

[name of listed issuer]

Date this disclosure made: \_\_\_\_\_

Date on which substantial holding ceased: \_\_\_\_\_

Date of last disclosure made<sup>i</sup>: \_\_\_\_\_

#### Substantial product holder(s) giving disclosure

Full name(s): \_\_\_\_\_

[name of substantial product holder(s) giving this disclosure]

#### Summary of previous substantial holding

Class of quoted voting products: \_\_\_\_\_

[eg, ordinary share, mandatory convertible note, and, if known, security code issued by licensed market operator for financial products]

For **last** disclosure<sup>ii</sup>,—

(a) total number of quoted voting products held in class<sup>iii</sup>: \_\_\_\_\_ [number held]

(b) total quoted voting products in class in class<sup>iv</sup>: \_\_\_\_\_ [total number issued]

(c) total percentage held of class of products<sup>v</sup>: \_\_\_\_\_% [100x (a)/(b) to 3 d.p.]

For current holding **after** ceasing to have substantial holding<sup>vi</sup>,—

(a) total number of quoted voting products held in class: \_\_\_\_\_ [number held]

(b) total quoted voting products in class in class: \_\_\_\_\_ [total number issued]

(c) total percentage held of class of products: \_\_\_\_\_% [100x (a)/(b) to 3 d.p.]

## Details of transactions and events giving rise to ceasing of substantial holding

Details of the transactions or other events requiring disclosure<sup>vii</sup>:

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[specify details required by the instructions to this form]

## Additional information

Contact address(es) of the substantial product holder(s): \_\_\_\_\_  
\_\_\_\_\_ [address(es)]

Contact person: \_\_\_\_\_  
[name of person for queries (if not substantial product holder)]

Other contact details: \_\_\_\_\_  
[eg, telephone and email details]

If this form contains disclosure from more than one substantial product holder, what is the nature of connection between substantial product holders: \_\_\_\_\_

\_\_\_\_\_ [names and nature of connection]

Name of any other person believed to have given, or believed to be required to give, a disclosure under the [Financial Markets Conduct Act 2013](#) in relation to the financial products to which this disclosure relates: \_\_\_\_\_ [full name]

## Disclosure made by a director or senior manager

Is the substantial product holder(s) giving this disclosure a director or senior manager of the relevant listed issuer? \_\_\_\_\_ [Yes/No]

If Yes, complete the following:

\_\_\_\_\_ [Name] is also a [director / senior manager] of \_\_\_\_\_ [name of listed issuer]. Under [section 302](#) of the Financial Markets Conduct Act 2013) this disclosure also constitutes disclosure for the purposes of the directors' and senior managers' disclosure obligations.

## Certification<sup>viii</sup>

I, \_\_\_\_\_ [full name of individual completing form], certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.

\_\_\_\_\_  
[Signature]

\_\_\_\_\_  
[Date]

## Instructions on how to use this form

To use this form,—

- A reference to a substantial product holder includes a reference to a person who has ceased to have a substantial holding;
- Type the relevant information into this pdf or write “not applicable”; and
- attach the relevant agreement documents (if any) required by [regulation 139](#). Refer to our [Factsheet on disclosure of relevant interests on the Catalist Public Market](#).

Your disclosure information must not be misleading in any way.

If you have had a substantial holding in more than 1 class of quoted voting products, you must make a separate disclosure for each substantial holding you cease to hold.

Email the signed form to Catalist Markets Limited using the following email address: [disclosures@catalist.co.nz](mailto:disclosures@catalist.co.nz)

### Multiple investors giving disclosure

You may give 1 disclosure form for 2 or more investors (substantial product holders) if—

- they have a similar or related substantial holding in the same listed issuer; and
- they are disclosing the same type of event disclosure; and
- they are associates under [section 12\(1\)](#) of the Financial Markets Conduct Act 2013 or connected in the ways set out in [section 237\(a\) to \(e\)](#) of that Act (and this association or connection is set out in this form under the heading “**Additional information**”); and
- it is clear which information relates to which substantial product holder(s) in the disclosure, and the disclosure is not confusing in any other way as a consequence.

Use a separate form or attached to this form for each substantial product holder for whom the information differs.

### Specific instructions on disclosure required by this form:

<sup>i</sup> The *date of last disclosure made* is the date on which the last disclosure was given for the same substantial holding.

<sup>ii</sup> The *details for the last disclosure* are the details that were (or should have been) disclosed in the relevant form as at the *date of last disclosure made*.

<sup>iii</sup> The *total number of quoted voting products held in class* is the total number of quoted voting products, in the class, in which the named substantial product holder had a relevant interest at the relevant time. If the person has a relevant interest in a derivative where the underlying is a quoted voting product of a listed issuer, the person is treated as having a relevant interest in a number of those products that is calculated under [regulation 132](#) (and, accordingly, the *total number of quoted voting products held in class* must include this number of products).

<sup>iv</sup> The *total number of quoted voting products in class* is the total number of quoted voting products in the class that was most recently published in a document published by the listed

issuer and distributed to holders of that class or on the licensed market operator's Internet site (see [section 283](#) of the Financial Markets Conduct Act 2013), unless you know that number is not correct.

<sup>v</sup> The *total percentage held in class* is calculated by dividing the total number of quoted voting products held in the class (including any derivative relevant interests) by the total number of quoted voting products in the class, and then multiplying that by 100 (and rounding the answer to 3 decimal places).

<sup>vi</sup> The details for the *current holding after ceasing to have substantial holding* relates to the relevant interest(s) held by the financial product holder immediately after ceasing to have a substantial holding. There is no requirement to subsequently update this information unless and until the financial product holder acquires a substantial holding again.

<sup>vii</sup> Disclosure is required for the transactions or events as a result of which (together or alone) the person ceased to have a substantial holding.

For each of those transactions or events, or for on-market trades that may be aggregated under these instructions, insert the following details as a narrative or list, clearly indicating which relevant interest or interests were affected and (if disclosure is given for more than 1 substantial product holder) who was the substantial product holder:

- the date of the transaction or event (or the date of the beginning and end of the period of aggregated on-market trades):
- the nature of the transaction or event. This is the means by which the relevant interest was acquired, disposed of, or changed in nature (for example, "exercise of options", "entry into pre-bid agreement"):
- the name of any other party or parties to the transaction or event (if known and if not an on-market trade):
- the consideration, expressed in New Zealand dollars, received for the disposal of the relevant interest (or the total consideration received for aggregated on-market trades). If the consideration was not in cash, and cannot readily be converted into a cash value, describe that consideration:
- the number of financial products to which the transaction or event related (or the total number of financial products to which the aggregated on-market trades related).

On-market trades, i.e. trades through a Catalist auction, may be aggregated for the purposes of this disclosure (but acquisitions and dispositions must be separately aggregated).

<sup>viii</sup> Under [section 512](#) of the Financial Markets Conduct Act 2013, it is an offence if a person makes, or authorises the making of, a materially false or misleading statement in this form knowing it to be false or misleading.