

## **Ongoing Disclosure Notice**

## Disclosure of Directors and Senior Managers Relevant Interests

Sections 297(2) and 298(2), Financial Markets Conduct Act 2013

To NZX Limited; and	
Name of listed issuer:	Pushpay Holdings Limited
Date this disclosure made:	2 May 2017
Date of last disclosure:	4 May 2015
Director or senior manager giving disclosure	
Full name(s):	Bruce Patrick Gordon
Name of listed issuer:	Pushpay Holdings Limited
Name of related body corporate (if applicable):	
Position held in listed issuer:	Director
Summary of acquisition or disposal of relevant interest (excluding specified derivative	ves)
Class of affected quoted financial products:	Fully paid ordinary shares
Nature of the affected relevant interest(s):	Power to control the exercise of voting rights and to
	control the disposition of the shares.
	Registered holder and power to control the exercise of voting rights and to control the disposition of the shares.
For that relevant interest-	voting rights and to control the disposition of the shares.
Number held in class before acquisition or disposal:	1. Nil
1	2. Nil
Number held in class after acquisition or disposal:	1. 1,534,172
	2. 1,084,716
	(174,044 shares in Pushpay Holdings Limited held by the East Street Trust are subject to an embargo, which restricts the sale or disposition of those shares, until 5 October 2017)
Current registered holder(s):	Geelong Investments Limited
Registered holder(s) once transfers are registered:	Emma Jane Gordon & East Street Trustees Limited     Geelong Investments Limited
Registered floider(s) orice transfers are registered.	Emma Jane Gordon & Bruce Patrick Gordon
Summary of acquisition or disposal of specified derivatives relevant interest (if applied	cable)
Type of affected derivative:	
Class of underlying financial products:	
Details of affected derivative-	· ·
The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative(if any):	
The price specified in the terms of the derivative (if any):	
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative,-	
Parties to the derivative:	
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	
Details of transactions giving rise to acquisition or disposal	
Total number of transactions to which notice relates:	1
Details of transactions requiring disclosure-	
Date of transaction:	27 April 2017

Nature of transaction:	On 27 April 2017, Prugo Patrick Cordon become a truston
Nature of transaction.	On 27 April 2017, Bruce Patrick Gordon became a trustee and beneficiary of the East Street Trust. The other trustee is Emma Jane Gordon. The trustees of the East Street Trust hold 1,084,716 shares in Pushpay Holdings Limited. As a trustee of the East Street Trust, Bruce Patrick Gordon
	is a registered holder of those shares (on registration of the share transfers) and jointly with the other trustee, has the power to control the exercise of voting rights attaching to and the power to control the disposition of those shares.
	Each of Bruce Patrick Gordon and Emma Jane Gordon is a director and a 1% shareholder in Geelong Investments Limited. The remaining 98% of the shares in Geelong Investments Limited are held by the East Street Trust. Geelong Investments Limited holds 1,534,172 shares in Pushpay Holdings Limited. As a trustee of the East Street Trust, Bruce Patrick Gordon, jointly with the other trustee, has the power to control the exercise of voting rights attaching to, and the power to control the disposition of the shares in Pushpay Holdings Limited held by Geelong Investments Limited.
Name of any other party or parties to the transaction (if known):	Not applicable
The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily by converted into a	Nil
cash value, describe the consideration:  Number of financial products to which the transaction related:	2,618,888 (being 1,534,172 shares held by Geelong Investments Limited and 1,084,716 shares held by Emma Jane Gordon & Bruce Patrick Gordon)
If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—	
Whether relevant interests were acquired or disposed of during a closed period:	Yes
Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period:	Yes
Date of the prior written clearance (if any):	2 May 2017
Summary of other relevant interests after acquisition or disposal:  Class of quoted financial products:	
Nature of relevant interest:	
For that relevant interest,-	
Number held in class:  Current registered holder(s):	
For a derivative relevant interest,-	
Type of derivative:	
Details of derivative,-	
The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):	
A statement as to whether the derivative is cash settled or physically settled:	
Maturity date of the derivative (if any):	
Expiry date of the derivative (if any):	
The price's specified terms (if any):	
Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:	
For that derivative relevant interest,-	
Parties to the derivative:	
If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:	
Certification	
I 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 of director or officer:	
Date of signature:	2 May 2017
Or	
Signature of person authorised to sign on behalf of director or officer:	
Date of signature:	

me and title of authorised person:	7	
Name and the or authorised person.		

## Notes

Use this form to disclose all the acquisitions and disposals by a director or senior manager of a listed issuer, or of a related body corporate, or in specified derivatives. The disclosure must be made within—

- (a) 20 working days after the first acquisition or disposal disclosed in this notice if the acquisitions or disposals are of a kind referred to in section 297(2)(a) of the Financial Markets Conduct Act 2013; or
- (b) in any other case, 5 trading days after the first acquisition or disposal disclosed in this notice.