

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/ Scheme

Clime Investment Management Limited (CIW)

ACN/ARSN

067 185 899

1. Details of substantial holders(1)

Name

PHC Investments Limited NZBN 9429041130117 and those persons noted in Annexure A

There was a change in the interests of the substantial holder on

19 / 06 / 2020

The previous notice was given to the company on

12 / 06 / 2020

The previous notice was dated

12 / 06 / 2020

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	4,546,826	6.92%	4,546,826	6.92%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
19 June 2020	PHC Investments Limited NZBN 9429041130117	Transfer of all CIW shares held by PHC Equities Limited NZBN 9429033916996 to PHC Investments Limited NZBN 9429041130117	\$101,490	199,000 Ordinary Shares	199,000
19 June 2020	PHC Equities Limited NZBN 9429033916996	Transfer of all CIW shares held by PHC Equities Limited NZBN 9429033916996 to PHC Investments Limited NZBN 9429041130117	\$101,490	199,000 Ordinary Shares	199,000

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
PHC Investments Limited NZBN 9429041130117	PHC Investments Limited NZBN 9429041130117	PHC Investments Limited NZBN 9429041130117	Owner of the shares	4,546,826 Ordinary Shares	6.92%
Private Health Care (NZ) Limited NZBN 9429038987526	PHC Investments Limited NZBN 9429041130117	PHC Investments Limited NZBN 9429041130117	Private Health Care (NZ) Limited has a deemed relevant interest in these shares under section 608(3) of the Corporations Act as it holds over 20% of the voting shares in PHC Investments Limited.	4,546,826 Ordinary Shares	6.92%
Clifford Cook, Susanna Cook and Arran Trustee Services Limited NZBN 4929030216068 as trustees for the Clifford Cook Family Trust	PHC Investments Limited NZBN 9429041130117	PHC Investments Limited NZBN 9429041130117	Relevant interest under section 608(3) as Clifford Cook, Susanna Cook and Arran Trustee Services Limited NZBN 4929030216068 as trustees for the Clifford Cook Family Trust have a deemed relevant interest in the shares held by PHC Investments Limited as they jointly hold over 20% of the voting shares in Private Health Care (NZ) Limited.	4,546,826 Ordinary Shares	6.92%
Clifford Cook, Susanna Cook and Arran Trustee Services Limited NZBN 4929030216068 as trustees for the Susanna Cook Family Trust	PHC Investments Limited NZBN 9429041130117	PHC Investments Limited NZBN 9429041130117	Relevant interest under section 608(3) as Clifford Cook, Susanna Cook and Arran Trustee Services Limited NZBN 4929030216068 as trustees for the Susanna Cook Family Trust have a deemed relevant interest in the shares held by PHC Investments Limited as they jointly hold over 20% of the voting shares in Private Health Care (NZ) Limited.	4,546,826 Ordinary Shares	6.92%
Clifford Cook	PHC Investments Limited NZBN 9429041130117	PHC Investments Limited NZBN 9429041130117	Relevant interest under section 608(2) as he has the indirect power to control the exercise and disposal of the shares held by PHC Investments Limited as he has the power to appoint and remove the trustees of the Clifford Cook Family Trust and the Susanna Cook Family Trust.	4,546,826 Ordinary Shares	6.92%

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name of AC/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are as follow:

Name	Address
PHC Investments Limited (NZBN 9429041130117)	Level 4, 25 Broadway, Newmarket, Auckland, 1050, New Zealand
Private Health Care (NZ) Limited (NZBN 9429038987526)	Level 4, 25 Broadway, Newmarket, Auckland, 1050, New Zealand
Clifford Cook, Susanna Cook and Arran Trustee Services Limited NZBN 4929030216068 as trustees for the Clifford Cook Family Trust	Level 4, 25 Broadway, Newmarket, Auckland, 1050, New Zealand
Clifford Cook, Susanna Cook and Arran Trustee Services Limited NZBN 4929030216068 as trustees for the Suzanna Cook Family Trust	Level 4, 25 Broadway, Newmarket, Auckland, 1050, New Zealand
Clifford Cook	C/O Level 4, 25 Broadway, Newmarket, Auckland, 1050, New Zealand

Signed for and on behalf of each substantial holder by:

Signature

print name Neville Cook

capacity Director

sign here



date

22 / 06 / 2020

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names, could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contact, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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Annexure A

This is Annexure A of 1 page (including this page) referred to in Form 604 given by, among others, PHC Investments Limited.

List of substantial shareholders

Name	PHC Investments Limited NZBN 9429041130117
Name	Private Health Care (NZ) Limited NZBN 9429038987526
Name	Clifford Cook, Susanna Cook and Arran Trustee Services Limited NZBN 4929030216068 as trustees for the Clifford Cook Family Trust
Name	Clifford Cook, Susanna Cook and Arran Trustee Services Limited NZBN 4929030216068 as trustees for the Suzanna Cook Family Trust
Name	Clifford Cook