

Disclosure of movement of 1% or more in substantial holding  
or change in nature of relevant interest, or both

*Sections 277 and 278, Financial Markets Conduct Act 2013*

**Note:** This form must be completed in accordance with the instructions at the end of the form.

**To NZX**  
and  
**To Smartpay Holdings Limited**

Relevant event being disclosed: Disclosure of movement of 1% or more in the substantial holding

Date of relevant event: 16 July 2020

Date this disclosure made: 20 July 2020

Date last disclosure made: 8 June 2020

Substantial product holder(s) giving disclosure

Full name(s): Anacacia Pty Limited

**Summary of substantial holding**  
Class of quoted voting products: **Ordinary Shares**

Summary for **Anacacia Pty Limited**

For **this** disclosure,—

- (a) total number held in class: **2,015,079** (and up to 24,332,526 in total if the maximum number of loan notes issued to Anacacia Pty Limited become convertible and are converted)
- (b) total in class: **209,466,562** (and up to 237,870,585 in total if the maximum number of loan notes on issue by Smartpay Holdings Limited become convertible and are converted)
- (c) total percentage held in class: **0.96%** (and up to 10.23% in total if the maximum number of loan notes on issue by Smartpay Holdings Limited, including those held by Anacacia Pty Limited, become convertible and are converted).

For **last** disclosure,—

- (a) total number held in class: **8,295,445** (and up to 30,507,734 in total if the maximum number of loan notes issued to Anacacia Pty Limited become convertible and are converted)

(b) total in class: **204,704,659** (and up to 232,974,845 in total if the maximum number of loan notes on issue by Smartpay Holdings Limited become convertible and are converted)

(c) total percentage held in class: **4.05%** (and up to 13.09% in total if the maximum number of loan notes on issue by Smartpay Holdings Limited, including those held by Anacacia Pty Limited, become convertible and are converted).

**Details of transactions and events giving rise to relevant event**

Details of the transactions or other events requiring disclosure: On market sale of shares

**Additional information**

Address(es) of substantial product holder(s): Level 2, 53 Cross St, Double Bay, NSW 2028

Contact details: **Tom Granger**

**Certification**

I, **Tom Granger**, 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.

