

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Mighty River Power Limited
ABN	162 804 668

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Keith Raymond Smith
Date of last notice	15 May 2013

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<p>Registered and beneficial owner of 4,000 ordinary shares, registered owner of 2,000 ordinary shares held as trustee of the Selwyn Trust, registered owner of 10,500 ordinary shares held as an independent trustee of The Pine Trust No 2</p> <p>Right to receive up to 160 Loyalty Bonus Shares held by Keith Raymond Smith, up to 80 Loyalty Bonus Shares held by Keith Raymond Smith as trustee of Selwyn Trust</p> <p>As a <20% shareholder of James Raymond Holdings Limited, registered owner of 3,200 ordinary shares and up to 128 Loyalty Bonus Shares</p> <p>As a <20% shareholder of Gwendoline Holdings Limited, registered owner of 7,600 ordinary shares and up to 200 Loyalty Bonus Shares</p>
Date of change	28 August 2014

+ See chapter 19 for defined terms.

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No. of securities held prior to change	<p>4,160 ordinary shares in Mighty River Power Limited (including up to 160 Loyalty Bonus Shares)</p> <p>2,080 shares held as trustee of the Selwyn Trust (including up to 80 Loyalty Bonus Shares)</p> <p>3,328 shares as a <20% shareholder of James Raymond Holdings Limited (including up to 128 Loyalty Bonus Shares)</p> <p>7,600 shares as a <20% shareholder of Gwendoline Holdings Limited (including up to 128 Loyalty Bonus Shares)</p>
Class	Ordinary Shares in Mighty River Power Limited
Number acquired	10,500 ordinary shares in Mighty River Power Limited.
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	NZD\$25,305.00 (purchase of 10,500 shares at NZD\$2.41 per share)
No. of securities held after change	<p>4,160 ordinary shares in Mighty River Power Limited (including up to 160 Loyalty Bonus Shares)</p> <p>2,080 shares held as trustee of the Selwyn Trust (including up to 80 Loyalty Bonus Shares)</p> <p>3,328 shares as a <20% shareholder of James Raymond Holdings Limited (including up to 128 Loyalty Bonus Shares)</p> <p>7,600 shares as a <20% shareholder of Gwendoline Holdings Limited (including up to 128 Loyalty Bonus Shares)</p> <p>10,500 shares as an independent trustee of The Pine Trust No 2</p>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	On-market purchase of 10,500 ordinary shares

+ See chapter 19 for defined terms.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

Part 3 – + Closed period

Were the interests in the securities or contracts detailed above traded during a + closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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