

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 Limited

and

To Gentrack Group Limited

Relevant event being disclosed: Movement of 1% or more in substantial holding

Date of relevant event: 8 June 2016

Date this disclosure made: 10 June 2016

Date last disclosure made: 25 June 2014

Substantial product holder(s) giving disclosure

Full name(s): Uplands Group Pty Limited as trustee of Uplands Group Trust

Summary of substantial holding

Class of quoted voting products: Ordinary Shares

Summary for Uplands Group Pty Limited as trustee of Uplands Group Trust

For **this** disclosure,—

- (a) total number held in class: 8,052,689
- (b) total in class: 72,699,510
- (c) total percentage held in class: 11.08%

For **last** disclosure,—

- (a) total number held in class: 7,231,374
- (b) total in class: 72,699,510
- (c) total percentage held in class: 9.95%

Details of transactions and events giving rise to relevant event

Details of the transactions or other events requiring disclosure: Disposal of 821,315 ordinary shares (off-market trade) for consideration of AUD \$2,258,616.25 (approx. NZD \$2,423,000) (AUD \$2.75 per share) from JCVC Pty Limited (as trustee of JCVC Superannuation Fund) to Uplands Group Pty Ltd (as trustee of the Uplands Group Trust). As John Patrick Clifford is a beneficiary of both of these entities, there is no change in beneficial interest.

Disclosure has effect for purposes of directors' and senior managers' disclosure

John Patrick Clifford is a director of Gentrack Group Limited. He is also a director of JCVC Pty Limited (trustee of JCVC Superannuation Fund) and a director of Uplands Group Pty Ltd (trustee of the Uplands Group Trust). He is a beneficiary of both of these entities, so there is no change in beneficial interest. This disclosure also constitutes disclosure for the purposes of the directors' and senior managers' disclosure obligations.

Certification

I, John Patrick Clifford, 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: 10 June 2016