

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 (GTK)

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

Date of relevant event: 30 March 2017

Date this disclosure made: 31 March 2017

Date last disclosure made: 2 February 2017

**Substantial product holder(s) giving disclosure**

Full name(s): First NZ Capital Group Limited

**Summary of substantial holding**

Class of quoted voting products: Gentrack Group Limited Ordinary Shares (GTK)

Summary for: First NZ Capital Group Limited

For **this** disclosure,—

- (a) total number held in class: **5,572,552**
- (b) total in class: **82,237,883**
- (c) total percentage held in class: **6.776%**

For **last** disclosure,—

- (a) total number held in class: **5,729,353**
- (b) total in class: **72,699,510**
- (c) total percentage held in class: **7.881%**

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

Details of the transactions or other events requiring disclosure:

As a result of GTK issuing 9,538,373 new ordinary shares on 30 March 2017, GTK holdings of entities within First NZ Capital Group Limited have been diluted.

As noted above, on 2 February 2017 First NZ Capital Group Limited held 5,729,353 GTK ordinary shares (7.881%) where: First NZ Capital Securities Limited held 157,254 GTK ordinary shares (0.216%) and Harbour Asset Management Limited held 5,572,099 GTK ordinary shares (7.665%).

Between 2 February 2017 and 30 March 2017, as a result of normal on market trading activity, First NZ Capital Securities Limited sold net 156,801 GTK shares and holds 543 GTK ordinary shares at 30 March 2017. During this period, Harbour Asset Management Limited, did not buy or sell any GTK ordinary shares and continues to hold 5,572,099 GTK ordinary shares (6.776%) at 30 March 2017.

#### **Details after relevant event**

Details for: First NZ Capital Group Limited

Nature of relevant interest(s): Harbour Asset Management Limited, as fund manager, the power to exercise a right to vote attached to, and power to acquire or dispose of, the products, under powers of investment contained in investment management contracts with clients (the beneficial owners of the products).

For that relevant interest,—

- (a) number held in class: **5,572,099**
- (b) percentage held in class: **6.776%**
- (c) current registered holder(s): **5,572,099 – Various nominee companies on behalf of clients as beneficial owners.**

#### **Additional information**

Address(es) of substantial product holder(s): Level 16, 171 Featherston Street, Wellington

Contact details: Kate Livingston, + 64 9 307 5747, kate.livingston@fnzc.co.nz

Nature of connection between substantial product holders: First NZ Capital Group Limited, First NZ Capital Securities Limited and Harbour Asset Management Limited are related bodies corporate.

Name of any other person believed to have given, or believed to be required to give, a disclosure under the Financial Markets Conduct Act 2013 in relation to the financial products to which this disclosure relates: **None**

#### **Certification**

I, Kate Livingston, 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.