

# Notification of Allotment of Securities

Auckland, New Zealand | Redmond, Washington, USA – 8 May 2017

For the purpose of NZX Main Board Listing Rules 7.12.1, Pushpay Holdings Limited (Pushpay or Company) advises the following securities have been issued:

<b>Class of security</b>	<ul style="list-style-type: none"> <li>a) Pushpay ordinary shares (Ordinary Shares)</li> <li>b) Conditional agreement to issue Ordinary Shares in Pushpay (Restricted Share Units or RSUs). Each RSU entitles the holder to be issued with one Ordinary Share in Pushpay subject to satisfaction of certain vesting criteria</li> </ul>
<b>ISIN</b>	NZPAYE0003S9
<b>Number of securities issued</b>	<ul style="list-style-type: none"> <li>a) 76,020 Ordinary Shares (NZSX:PPH / ASX:PPH)</li> <li>b) 478,691 RSUs relating to the future issue of up to 478,691 Ordinary Shares</li> </ul>
<b>Issue price</b>	<ul style="list-style-type: none"> <li>a) NZ\$1.8509 per Ordinary Share (20 trading day Volume Weighted Average Price (VWAP) of Pushpay's Ordinary Shares on the NZX Main Board for the 20 trading days preceding 20 April 2017)</li> <li>b) RSUs were granted at a value of NZ\$1.8509 each (20 trading day VWAP of Pushpay's Ordinary Shares on the NZX Main Board for the 20 trading days preceding 20 April 2017). No cash consideration is required to be paid for the RSUs to vest (i.e. for an equivalent number of Ordinary Shares in Pushpay to be issued)</li> </ul>
<b>Payment in cash</b>	<ul style="list-style-type: none"> <li>a) Paid for in cash, through the Company's Share Incentive Scheme in New Zealand (SIS)</li> <li>b) N/A. Grant of RSUs pursuant to the Pushpay Holdings Limited 2016 Share Incentive Plan (RSU Scheme) as part of the remuneration package of certain employees based in the United States of America. No cash consideration is required to be paid for the grant of RSUs or for the RSUs to vest</li> </ul>
<b>Amount paid up</b>	<ul style="list-style-type: none"> <li>a) Fully paid</li> <li>b) N/A</li> </ul>
<b>Principal terms of securities</b>	<ul style="list-style-type: none"> <li>a) Ordinary Shares</li> <li>b) The RSUs are a conditional contractual entitlement to be issued Ordinary Shares upon vesting</li> </ul>
<b>Percentage of total class issued</b>	<ul style="list-style-type: none"> <li>a) 0.0303% (after issue, to 4 d.p.)</li> <li>b) If 100% of the RSUs were to vest on the date of this notification: 0.1906% (as a percentage of Ordinary Shares on issue, taking into account the Ordinary Shares that would be issued if the RSUs were to vest on the date of this Notification of Allotment and the Ordinary Shares issued as set out in this Notification of Allotment, to 4 d.p.)</li> </ul>

<b>Reason for issue</b>	<ul style="list-style-type: none"> <li>a) Issue of Ordinary Shares to Pushpay Trustees Limited to be held for the benefit of certain employees under the SIS. The SIS is intended to attract, retain and reward personnel and to motivate them to excel. The issue price reflects the market price (20 day VWAP) at the time that the Board resolved to issue Ordinary Shares under the SIS for the benefit of the relevant employees</li> <li>b) Grant of RSUs pursuant to the RSU Scheme as part of the remuneration package of certain employees based in the United States of America. The issue price reflects the market price (20 day VWAP) at the time that the Board resolved to grant RSUs to the relevant employees under the RSU Scheme</li> </ul>
<b>Specific Authority for issue</b>	Board resolutions passed on 20 April 2017
<b>Terms or details of issue</b>	<ul style="list-style-type: none"> <li>a) The Ordinary Shares rank in all respects equally with existing Ordinary Shares in Pushpay. Participating employees will become entitled to the Ordinary Shares subject to the terms of the SIS, including the continued employment of the relevant participating employee with the Pushpay group on each relevant vesting date</li> <li>b) RSUs have been granted pursuant to the RSU Scheme as part of the remuneration package of certain employees based in the United States of America. The number of RSUs granted was calculated based on the total dollar equivalent entitlement of the relevant employees divided by NZ\$1.8509, being the 20 trading day Volume Weighted Average Price of Pushpay's Ordinary Shares on the NZX Main Board for the 20 trading days preceding 20 April 2017. The RSUs will vest in December in each of 2017 to 2020 subject to the terms of the RSU Scheme, including the continued employment of the relevant participating employee with the Pushpay group on each relevant vesting date</li> </ul>
<b>Number of securities in existence after issue</b>	<ul style="list-style-type: none"> <li>a) 250,626,503 Ordinary Shares</li> <li>b) 2,011,293, taking into account the RSUs granted as set out in this Notification of Allotment, and forfeited RSUs to date</li> </ul>
<b>Treasury Stock</b>	Not applicable
<b>Date of issue</b>	<ul style="list-style-type: none"> <li>a) 8 May 2017</li> <li>b) 8 May 2017</li> </ul>

## Contact

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## About Pushpay

Pushpay provides engagement solutions that enable meaningful connections and mobile commerce tools that facilitate fast, secure and easy non point of sale payments. Pushpay targets Customers who are looking to offer convenient, personalised and intuitive payment solutions to their consumers.

Pushpay services three target markets: the faith sector; non-profit organisations and enterprises (both small medium enterprises and corporate organisations).

Pushpay receives funding from Callaghan Innovation to help cover the commercialisation of innovation.

Pushpay is an award-winning company, team and product. For more information visit [www.pushpay.com/investors/awards](http://www.pushpay.com/investors/awards).

To download the Pushpay App, visit the iTunes App Store or Google Play and search for “Pushpay”.

Visit [www.pushpay.com](http://www.pushpay.com) to learn more and see an online demonstration of how Pushpay enables Customers and consumers to “never miss the moment”.

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