

Disclosure of beginning to have substantial holding

Section 276, Financial Markets Conduct Act 2013

To New Zealand Stock Exchange

and

To Eroad Limited

Date this disclosure made: 3 July 2017

Date on which substantial holding began: 29 June 2017

Substantial product holder(s) giving disclosure

Full Name(s): Paul Robertshawe

Summary of substantial holding to which disclosure relates

Class of quoted voting products:

Summary for: Paul Robertshawe

For **this** disclosure,—

- | | | |
|-----|---------------------------------|------------|
| (a) | Total number held in class: | 3,034,958 |
| (b) | Total in class: | 60,526,041 |
| (c) | Total percentage held in class: | 5.0143% |

Details of relevant interests

Details for Paul Robertshawe

Nature of relevant interest(s):

Beneficial owner of securities under §235(1)(b) of the Financial Markets Conduct Act

No relevant agreement document needs to be attached under regulation 139.

For that relevant interest,—

- | | | |
|-----|---|---------|
| (a) | Number held in class: | 15,000 |
| (b) | Percentage held in class: | 0.0248% |
| (c) | Current registered holder(s): Paul Robertshawe, either directly or indirectly | |
| (d) | Registered holder(s) once transfers are registered: unknown | |

Nature of relevant interest(s):

Qualified powers to exercise control of rights to vote and/or of acquisition or disposal of some or all of the financial products, of which the Accident Compensation Corporation ("ACC") is the beneficial owner under §235(1)(c) and 235(1)(d) of the Financial Markets Conduct Act. Further to regulation 139(2)(b), the material terms of this arrangement are that powers are subject to ACC investment policies and the decisions of the ACC Investment Committee.

For that relevant interest,

- | | | |
|-----|---|-----------|
| (a) | Number held in class: | 3,019,958 |
| (b) | Percentage held in class: | 4.9895% |
| (c) | Current registered holder(s): held by ACC via New Zealand Central Securities Depository Limited (NZCSD) | |
| (d) | Registered holder(s) once transfers are registered: unknown | |

Details of transactions and events giving rise to substantial holding

Details of the transactions or other events requiring disclosure:

From 28 February 2017 to 29 June 2017, ACC had the following aggregated on-market transactions in Eroad Limited:

- Sales of 123,600 shares for consideration of NZD \$263,881.26
- Purchases of 455,000 shares for consideration of NZD \$871,301.60

From 28 February 2017 to 29 June 2017, Paul Robertshawe had the following aggregated on-market transactions in Eroad Limited:

- Purchases of 15,000 shares for consideration of NZD \$25,500.00

Additional information

Address of substantial product holder(s): ACC: Justice Centre, 19 Aitken Street, PO Box 242, Wellington, NZ

Contact details: Terence Tong +64 4 816 6600 investmentscompliance@acc.co.nz

Nature of connection between substantial product holders: Paul Robertshawe is an employee and portfolio manager for ACC. Under current ACC investment policies, he has the discretion to exercise control over some or all the rights to vote and acquisition or disposal of some or all of the financial products of which ACC is the beneficial owner.

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: n/a

Certification

I, Terence Tong, 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.