

## Disclosure of beginning to have substantial holding

*Section 276, Financial Markets Conduct Act 2013*

<b>To</b>	NZX Limited
and	
<b>To</b>	Oceania Healthcare Limited (OCA)
Date this disclosure made:	5 September 2018
Date on which substantial holding began:	4 September 2018

### Substantial product holder(s) giving disclosure

Full name(s):	First NZ Capital Group Limited
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### Summary of substantial holding

Class of quoted voting products:	Ordinary shares
Summary for:	First NZ Capital Group Limited, Harbour Asset Management Limited and First NZ Capital Securities Limited
For <b>this</b> disclosure - (a) total number held in class:	43,751,626
(b) total in class:	610,254,535
(c) total percentage held in class:	7.169%

### Details of relevant interests

Details for:	First NZ Capital Group Limited	First NZ Capital Securities Limited	Harbour Asset Management Limited
Nature of relevant interest(s):	As Underwriter of financial products pursuant to the attached Block Trade Agreement	Beneficial owner of financial products	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 -	number held in class:	31,666,667	466,017 [relating to borrowing]	11,618,942
	percentage held in class:	5.189%	0.076%	1.904%
	current registered holder of financial products:	Oceania Healthcare Holdings Limited	First NZ Capital Securities Limited	Unknown + various nominee companies on behalf of clients as beneficial owners.
	registered holder of financial products once transfer is registered:	First NZ Capital Group Limited	First NZ Capital Securities Limited	Various nominee companies on behalf of clients as beneficial owners.
		Relevant agreement attached pursuant to regulation 139.	No relevant agreement needs to be attached under regulation 139.	No relevant agreement needs to be attached under regulation 139.

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

Details of the transactions or other events requiring disclosure:	<p>During the 4 months prior to 4 September 2018 Harbour Asset Management Limited, on behalf of clients and in the ordinary course of business purchased 90,240 OCA ordinary shares for a gross consideration of \$88,435.20 and sold 1,247,222 OCA ordinary shares for a gross consideration of \$1,406,918.09.</p> <p>During the 4 months prior to 4 September 2018 First NZ Capital Securities Limited in the ordinary course of business purchased 4,419,847 OCA ordinary shares for a gross consideration of \$5,008,733 and sold 4,690,171 OCA ordinary shares for a gross consideration of \$5,308,965.</p>
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On 4<sup>th</sup> of September 2018 First NZ Capital Group Limited entered into a Block Trade Agreement attached to this disclosure with Oceania Healthcare Holdings Limited (OHHL) under which First NZ Capital Group Limited, Deutsche Craigs Limited and Craigs Investment Partners Limited and Macquarie Securities (NZ) Limited were appointed to manage and underwrite the sale of 95,000,000 ordinary shares in Oceania held by OHHL for a price to be determined under the procedures set out in the Block Trade Agreement.

In entering into the Block Trade Agreement First NZ Capital Group Limited acquired a relevant interest, being the power to acquire and dispose of, or to control the acquisition or disposition of 31,666,667 OCA shares. Following this transaction, First NZ Capital Group Limited (including has a relevant interest in 43,751,626 (7.169%) OCA shares.

#### **Additional information**

Address(es) of substantial product holder(s):	Level 14, 171 Featherston Street, Wellington
Contact details:	Marama Watana, + 64 9 302 5537, marama.watana@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, Marama Watana, 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.