

## Disclosure of beginning to have substantial holding

*Section 276, Financial Markets Conduct Act 2013*

**To NZX Limited**  
and  
**To Smartpay Holdings Limited**

Date this disclosure made: 2/4/2019

Date on which substantial holding began: 29/3/2019

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

Full name(s): **Jencay Capital Pty Ltd**

### **Summary of substantial holding**

Class of quoted voting products: **Ordinary Shares**

Summary for **Jencay Capital Pty Ltd**

For this disclosure,—

- (a) total number held in class: **8,709,237**
- (b) total in class: **171,752,278**
- (c) total percentage held in class: **5.07%**

### **Details of relevant interests**

Details for **Jencay Capital Pty Ltd**

Nature of relevant interest(s): **beneficial owner**

For that relevant interest,—

- (a) number held in class: **8,709,237**
- (b) percentage held in class: **5.07%**
- (c) current registered holder(s): **JP Morgan Nominees Australia Ltd**
- (d) registered holder(s) once transfers are registered: **JP Morgan Nominees Australia Ltd**

### **Details of transactions and events giving rise to substantial holding**

Details of the transactions or other events requiring disclosure: **On market purchases between 29/11/2018 and 29/03/2019**

**Additional information**

Address(es) of substantial product holder(s): **Level 1, 488 Botany Rd, Alexandria, NSW, 2015**

Contact details: **Brett Rock**

**Certification**

I, **Brett Rock**, 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.

A handwritten signature in black ink, appearing to be the name 'Brett Rock', written in a cursive style.