

Capital Change Notice

Updated as at 8 May 2019

Section 1: Issuer information	
Name of issuer	Solution Dynamics Limited
NZX ticker code	SDL
Class of financial product	Employee Options
ISIN (If unknown, check on NZX website)	NZSDLE0001S8
Currency	NZD
Section 2: Capital change details	
Number issued/acquired/redeemed	80,000
Nominal value (if any)	n/a
Issue/acquisition/redemption price per security	Nil on issue
Nature of the payment (for example, cash or other consideration)	n/a
Amount paid up (if not in full)	Nil on issue
Percentage of total class of Financial Products issued/acquired/redeemed/ (calculated on the number of Financial Products of the Class, excluding any Treasury Stock, in existence) ¹	If these options were exercised on the date of this notice, the number of ordinary share that would be issued would constitute 0.546% of the ordinary shares then on issue.
For an issue of Convertible Financial Products or Options, the principal terms of Conversion (for example the Conversion price and Conversion date and the ranking of the Financial Product in relation to other Classes of Financial Product) or the Option (for example, the exercise price and exercise date)	<p>The options have an exercise price of \$1.65 per share.</p> <p>The terms of each option are as set out in the SDL Employee Share Option Plan (which is embodied in a Share Option Deed entered into with the relevant participant.</p> <p>The options may be exercised by the participant (in whole or part) in the period from 3-years to 4.5 years from the date granted.</p> <p>The relevant key employee must be employed by SDL on the date that the options are exercised.</p>
Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption/ (the reason for change must be identified here)	Issue of share options under the Employee Share Option Plan, approved by the board on 29 August 2019.

¹ The percentage is to be calculated immediately before the issue, acquisition, redemption or Conversion.

Total number of Financial Products of the Class after the issue/acquisition/redemption/Conversion (excluding Treasury Stock) and the total number of Financial Products of the Class held as Treasury Stock after the issue/acquisition/redemption.	Currently there are 160,000 options on issue. The present issue will increase that number to 240,000. If these options, and all other employee options on issue were exercised on the date of this notice, the number of ordinary shares on issue would be 14,879,810.
In the case of an acquisition of shares, whether those shares are to be held as treasury stock	n/a
Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made	Board resolution 29 August 2019.
Terms or details of the issue, acquisition, or redemption (for example: restrictions, escrow arrangements)	See principle terms above.
Date of issue/acquisition/redemption ²	24/09/2019
Section 3: Authority for this announcement and contact person	
Name of person authorised to make this announcement	Chris Veale
Contact person for this announcement	Chris Veale
Contact phone number	+64 21 855142
Contact email address	chrisve@solutiondynamics.com
Date of release through MAP	24/09/2019

² Continuous issuers using this form in reliance on Rule 3.13.2, please indicate the period during which the relevant issue/acquisition/redemptions were made (for example, 1 January 2019 to 31 January 2019).