

# Capital Change Notice

## Auckland, New Zealand | Redmond, Washington, US – 30 September 2019 (NZT)

This notice is given under NZX Listing Rule 3.13.1 and relates to the issue of Restricted Share Units (**RSUs**) pursuant to the Pushpay Holdings Limited 2016 Share Incentive Plan (**RSU Scheme**).

### Section 1: Issuer information

<b>Name of issuer</b>	Pushpay Holdings Limited
<b>NZX ticker code</b>	PPH
<b>Class of financial product</b>	RSUs issued pursuant to the RSU Scheme. Each RSU entitles the holder to be issued with one Ordinary Share in Pushpay subject to satisfaction of certain vesting criteria
<b>ISIN</b>	NZPAYE0003S9
<b>Currency</b>	NZD

### Section 2: Capital change details

<b>Number issued/acquired/redeemed</b>	506,555 RSUs relating to the future issue of up to 506,555 Ordinary Shares (NZX:PPH / ASX:PPH)
<b>Nominal value (if any)</b>	Not applicable
<b>Issue/acquisition/redemption price per security</b>	RSUs were granted at a value of NZ\$3.3095 each (the Volume Weighted Average Price ( <b>VWAP</b> ) of Pushpay's Ordinary Shares on the NZX Main Board for the 20 trading days preceding 27 September 2019). 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)
<b>Nature of the payment (for example, cash or other consideration)</b>	Not applicable. Grant of RSUs pursuant to the RSU Scheme as part of the remuneration package of certain employees. No cash consideration is required to be paid for the grant of RSUs or for the RSUs to vest
<b>Amount paid up (if not in full)</b>	Not applicable
<b>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)</b>	If 100% of the RSUs were to vest on the date of this notification: 0.1837% (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.)
<b>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)</b>	RSUs have been granted pursuant to the RSU Scheme as part of the remuneration package of certain employees. The number of RSUs granted was calculated based on the total dollar equivalent entitlement of the relevant employees divided by NZ\$3.3095. A portion of the RSUs will vest in December in each of 2019 to 2022, a portion of the RSUs will vest in September in each of 2020 to 2022, with the remainder vesting in June in each of 2020 to 2021 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

<b>Reason for issue/acquisition/redemption and specific authority for issue/acquisition/redemption (the reason for change must be identified here)</b>	Grant of RSUs pursuant to the RSU Scheme as part of the remuneration package of certain employees. The issue price reflects the market price (20 trading day VWAP) at the time that the Board resolved to grant RSUs to the relevant employees under the RSU Scheme
<b>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</b>	2,231,066 RSUs taking into account the RSUs granted as set out in this notice, and forfeited RSUs to date
<b>In the case of an acquisition of shares, whether those shares are to be held as treasury stock</b>	Not applicable
<b>Specific authority for the issue, acquisition, or redemption, including a reference to the rule pursuant to which the issue, acquisition, or redemption is made</b>	Board resolutions dated 27 September 2019 and NZX Listing Rule 4.6.1
<b>Terms or details of the issue, acquisition, or redemption (for example, restrictions, escrow arrangements)</b>	The RSUs are issued on the terms of the RSU Scheme and as detailed above
<b>Date of issue/acquisition/redemption</b>	30 September 2019

### *Section 3: Authority for this announcement and contact person*

<b>Name of person authorised to make this announcement</b>	Gabrielle Wilson
<b>Contact person for this announcement</b>	Gabrielle Wilson
<b>Contact phone number</b>	+64 21 724 244
<b>Contact email address</b>	<a href="mailto:investors@pushpay.com">investors@pushpay.com</a>
<b>Date of release through MAP</b>	30 September 2019



## Contact

Gabrielle Wilson | Investor Relations | Pushpay Holdings Limited

P: +64 21 724 244 | E: [investors@pushpay.com](mailto:investors@pushpay.com)

[www.pushpay.com](http://www.pushpay.com)

## About Pushpay

Pushpay provides a donor management system, including donor tools, finance tools and a custom community app, to the faith sector, non-profit organisations and education providers in the US, Canada, Australia and New Zealand. Our leading solutions simplify engagement, payments and administration, enabling our Customers to increase participation and build stronger relationships with their communities.

Pushpay receives co-funding from Callaghan Innovation, New Zealand's innovation agency, to support innovation through research and development.

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

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