# Disclosure of movement of 1% or more in substantial holding or change in nature of relevant interest, or both

*Sections 277 and 278, Financial Markets Conduct Act 2013*

**Note:** This form must be completed in accordance with the instructions at the end of the form.

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

Relevant event being disclosed: Disclosure of movement of 1% or more in the substantial holding

Date of relevant event: 28 November 2019

Date this disclosure made:  2 December 2019

Date last disclosure made: 7 November 2018

Substantial product holder(s) giving disclosure

Full name(s): Anacacia Pty Limited

**Summary of substantial holding**
Class of quoted voting products: **Ordinary Shares**

Summary for **Anacacia Pty Limited**

For **this** disclosure,—

(a)     total number held in class: **13,316,044** (and up to 35,316,044 in total if the maximum number of loan notes issued to Anacacia Pty Limited become convertible and are converted)

(b)     total in class: **171,752,278** (and up to 201,752,278 in total if the maximum number of loan notes on issue by Smartpay Holdings Limited become convertible and are converted)

(c)     total percentage held in class: **7.75%** (and up to 17.50% in total if the maximum number of loan notes on issue by Smartpay Holdings Limited, including those held by Anacacia Pty Limited, become convertible and are converted).

For **last** disclosure,—

(a)     total number held in class: **17,399,799**

(b)     total in class: **171,752,278**

(c)     total percentage held in class: **10.13%**

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

Details of the transactions or other events requiring disclosure: **On market sale of shares and off market sale of convertible note**

**Additional information**

Address(es) of substantial product holder(s): Level 2, 53 Cross St, Double Bay, NSW 2028

Contact details: **Tom Granger**

**Certification**

I, **Tom Granger**, 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.